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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
KATHARINE HARRIS
TALLAHASSEE FLORIDA

99 MAY 17 AM 8:54

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FLORIDA PROFIT CORPORATION OR P.A.

HARLEQUIN RECORDING GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

B. McKnight MAY 18 1999

ARTICLES OF INCORPORATION
OF
Harlequin Recording Group, Inc.

I, the undersigned, being of sound mind and of legal age, do hereby agree for myself to become a corporation for profit under the laws of the State of Florida, providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by such laws on corporations organized pursuant to the provisions thereof, and do hereby make, subscribe, acknowledge and agree to file these articles of incorporation as follows:

ARTICLE I - NAME

The name of this corporation shall be Harlequin Recording Group, Inc..

ARTICLE II - DURATION

This corporation shall have perpetual existence. The corporation's existence shall commence on the date of execution of these articles.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation is to include any and all lawful business or activities permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - STOCK

The total number of shares of capital stock which this corporation shall be authorized to issue is Seven Thousand Five Hundred (7,500) shares. Such shares shall be of a single class of common stock and shall have a par value of one (\$1.00) dollar.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds shall have the right to purchase his pro-rata share thereof as nearly as may be done without the issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI - INITIAL OFFICE

The street address of the initial office of this corporation shall be:

940 Lincoln Road, Suite 219
Miami Beach, FL 33139

ARTICLE VII - INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is

940 Lincoln Road, Suite 219
Miami Beach, FL 33139

and the name of the initial registered agent at that address is:

Prepared by: Ore Alva
Rosillo & Assoc, PA
8405 NW 53 St., Suite A-205
Miami, FL 33166
305-477-5671

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ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this corporation is: Ore Alva, 940 Lincoln Road, Suite 219, Miami Beach, FL 33139.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles of incorporation is:

Ore Alva
940 Lincoln Road, Suite 219
Miami Beach, FL 33139

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness hereof, the undersigned subscriber has executed these articles of incorporation on this 17 day of May 1999.



Incorporator
Ore Alva

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENCY UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act that Harlequin Recording Group, Inc., desiring to organize under the laws of the state of Florida, with its registered office as indicated in these articles of incorporation has named Ore Alva, as its agent to accept service of process within this state, whose address is:

940 Lincoln Road, Suite 219
Miami Beach, FL 33139

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


Ore Alva

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