

# P99000064086

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

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## FLORIDA PROFIT CORPORATION OR P.A.

### MERCOSUR MUSIC & EXPORT, CORP.

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

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**ARTICLES OF INCORPORATION  
OF  
MERCOSUR MUSIC & EXPORT, CORP.**

**ARTICLE I-NAME**

The name of this Corporation is **MERCOSUR MUSIC & EXPORT, CORP.**

**ARTICLE II-DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

**ARTICLE III-PURPOSE**

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV-CAPITAL STOCK**

This Corporation is authorized to issue and have outstanding at any one time an aggregate number of shares of 100 shares of common stock having a par value of \$1.00 per share.

**ARTICLE V-INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered office of this Corporation is **Luis A Rosado, 19833 NW 87 Court**. The principal place of business of the corporation shall be **19833 NW 87 Court, Miami, Florida 33015**.

**ARTICLE VI-INITIAL BOARD OF DIRECTORS**

This Corporation shall have **Tania Vallejo** President 50% of Shares, **Luis A Rosado** Vice-President 50 % of Shares Director(s) initially. The number of Directors may be increased or decreased from time to time by the Bylaws, but shall never be less than One. The names and address of the initial Director are:

NAME	ADDRESS
Luis A Rosado	19833 NW 87 Court Miami Florida 33015
Tania Vallejo	V. M. Rendon 731 Y Jimena Guayaquil, Ecuador

Prepared by: **Herminia Rosario**  
**Rosario & Associates,**  
**4410 W 16th Ave. #2**  
**Hialeah, Florida 33012**  
**Phone (305) 828-8622**  
**Fax (305) 828-4657**

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#### ARTICLE VII-LAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

#### ARTICLE VIII-INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, 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/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

#### ARTICLE X-INCORPORATOR

The person signing these articles is Luis A Rosado  
19833 NW 87 Court Miami, Florida 33015

#### ARTICLE XI-AMENDMENT

This Corporation reserve the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this July 16, 1999.



Luis A Rosado

**ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of sections 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

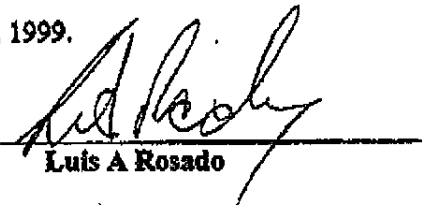
**MERCOSUR MUSIC & EXPORT, CORP.**, a Corporation organized under the laws of the State of Florida has named Luis A Rosado of 19833 NW 87 Court, Miami Dade County, State of Florida, as its agent to accept service of process within this state.



**Luis A Rosado**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR **MERCOSUR MUSIC & EXPORT, CORP.**, A FLORIDA CORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS/HER DUTIES.

Dated this July 16, 1999.



**Luis A Rosado**

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TALLAHASSEE, FLORIDA**