

P 99000073547
LAW OFFICES OF
PETER A. GONZALEZ, P. A.

THE COLONNADE, SUITE 710
2333 PONCE DE LEON BOULEVARD
CORAL GABLES, FL 33134

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OF COUNSEL TO:
ST. LOUIS & MARTINEZ, P.A.

August 11, 1999

Florida Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

BY FEDEX

Re: Radio Electronica, Inc.

300002957883--5
-08/12/99--01045--001
****122.50 *****78.75

To Whom It May Concern:

Enclosed herewith for filing are the Articles of Incorporation of the captioned company. I kindly request a certified copy of the Articles. Also enclosed is my check no. 1168, in the amount of \$122.50, made payable to the Florida Department of State, to cover the fees for filing, designation of registered agent and the certified copy.

Please forward the certified copy to me in the enclosed Fedex envelope, which reflects billing to our account.

If you have any questions, please call me.

Sincerely,



Pedro A. Gonzalez

FILED
99 AUG 12 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PAGjlr
Enclosures

EFFECTIVE DATE

8-11-99

PH 8/12/99

**ARTICLES OF INCORPORATION
OF**

RADIO ELECTRONICA, INC.

FILED
99 AUG 12 AM 10: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

8-11-99

ARTICLE I - NAME AND BUSINESS ADDRESS

The name of this Corporation is Radio Electronica, Inc. Its principal office and mailing address is 550 Washington Avenue, Miami Beach, Florida 33139.

ARTICLE II - DURATION

The effective date of this Corporation shall be August 11, 1999, and it shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and the State of Florida, including, but not limited to, the invention, design, development, marketing, promotion and sale of goods and/or services through the internet, the media or other mediums.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.10 per share.

ARTICLE V - INITIAL
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation shall be The Colonnade, Suite 710, 2333 Ponce de Leon Boulevard, Coral Gables, Florida 33134, and the initial registered agent of this Corporation at such office shall be Pedro A. Gonzalez, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of director(s) may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than three. The name and address of the initial director is as follows:

<u>Name</u>	<u>Address</u>
Eugene W. Rodriguez	550 Washington Avenue Miami Beach, Florida 33139

To the fullest extent permitted by law, the Corporation shall at all times be authorized to indemnify, defend and save harmless its officers, directors, employees and other agents.

ARTICLE VII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

Name

Address

Pedro A. Gonzalez

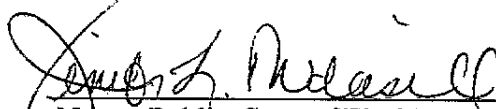
The Colonnade, Suite 710
2333 Ponce de Leon Boulevard
Coral Gables, Florida 33134



Pedro A. Gonzalez,
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI- DADE.)

The foregoing Articles of Incorporation of Radio Electronica, Inc., were acknowledged before me this 11th day of August, 1999, by Pedro A. Gonzalez, as Incorporator.

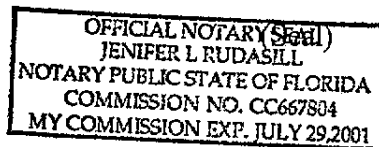


Notary Public, State of Florida

Name: _____

Commission Number: _____

My Commission Expires : _____



ACCEPTANCE OF REGISTERED AGENT

FILED

99 AUG 12 AM 10:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for Radio Electronica, Inc., at the place designated in the Articles of Incorporation, Pedro A. Gonzalez, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: August 11, 1999.


Pedro A. Gonzalez