

F01000003945

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: AMERICAN DJ SUPPLY, INC.
(Name of corporation - must include suffix)

7/25

Dear Sir or Madam: 00855-00734-00672
1150.00

MAIL

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

CHARLES J. DAVIES 800004432978--9
(Name of Person) -07/25/01--01077--028
***1150.00 ***1150.00

AMERICAN DJ SUPPLY, INC.
(Firm/Company)

4295 CHARTER STREET
(Address)

LOS ANGELES, CA 90058
(City/State and Zip code)

For further information concerning this matter, please call:

DAVID HASKELL CPA at (818) 990-2490
(Name of Person) (Area Code & Daytime Telephone Number)

800004432978--9
-06/20/01--01083--012
*****87.50 *****87.50
1001-14424

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
01 JUL 25 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee & Certificate of Status & Certified Copy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 22, 2001

CHARLES J. DAVIES
AMERICAN DJ SUPPLY, INC.
4295 CHARTER STREET
LOS ANGELES, CA 90058

SUBJECT: AMERICAN DJ SUPPLY, INC.
Ref. Number: W01000014424

We have received your document for AMERICAN DJ SUPPLY, INC. and your check(s) totaling \$87.50. However, the document has not been filed and is being retained in this office for the following:

Pursuant to section 607.1502(4), 617.1502(4) or 608.502(4), Florida Statutes, this office collects a civil penalty of \$1000 for each year this entity transacted business or conducted its affairs in Florida prior to qualification and the appropriate annual report/uniform business report fees that would have been due this office had the entity qualified the year it began operations in this state. The amount due this office to cover both annual report/uniform business report and penalty fees is \$1,150.00.

If you have any questions concerning the filing of your document, please call (850) 487-6051.

Michelle Hodges
Document Specialist

Letter Number: 001A00037879

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. AMERICAN DJ SUPPLY, INC.

(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. CALIFORNIA

(State or country under the law of which it is incorporated)

3. 95-3988908

(FEI number, if applicable)

4. 8/2/85

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. NOVEMBER 2000

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 4295 CHARTER STREET, LOS ANGELES CA 90058

(Principal office address)

SAME AS ABOVE

(Current mailing address)

8. THE CORPORATION MAINTAINS A FLORIDA BASED DISTRIBUTION WAREHOUSE.

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CHARLES J. DAVIES

Office Address: 8811 NW 23rd Street

MIAMI

(City)

, Florida 33172

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Charles J. Davies
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

FILED
01 JUL 25 AM 11:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: CHARLES J. DAVIES

Address: 4295 CHARTER STREET
LOS ANGELES, CA 90058

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: CHARLES J. DAVIES

Address: 4295 CHARTER STREET
LOS ANGELES, CA 90058

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

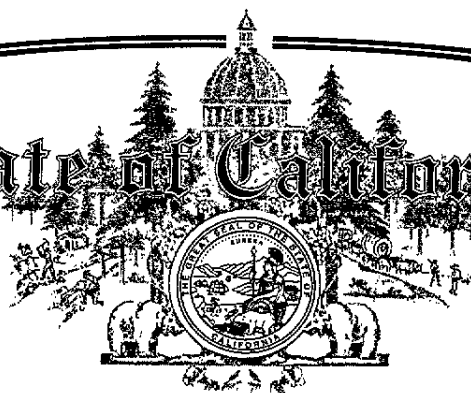
Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Charles J. Davies
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. CHARLES J. DAVIES
(Typed or printed name and capacity of person signing application)

State of California



SECRETARY OF STATE CERTIFICATE OF STATUS DOMESTIC CORPORATION

I, BILL JONES, Secretary of State of the State of California, hereby certify:

That on the **2ND** day of **AUGUST, 1985**, **AMERICAN D.J. SUPPLY, INC.** became incorporated under the laws of the State of California by filing its Articles of Incorporation in this office; and

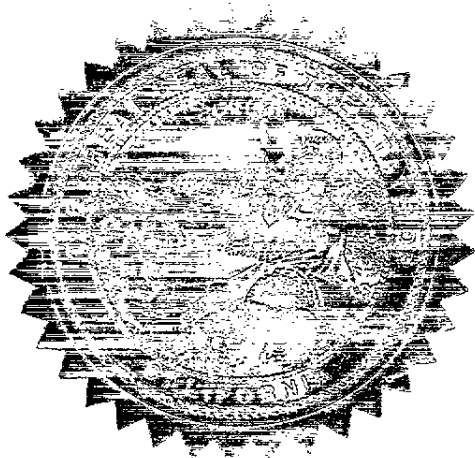
That no record exists in this office of a certificate of dissolution of said corporation nor of a court order declaring dissolution thereof, nor of a merger or consolidation which terminated its existence; and

That said corporation's corporate powers, rights and privileges are not suspended on the records of this office; and

That according to the records of this office, the said corporation is authorized to exercise all its corporate powers, rights and privileges and is in good legal standing in the State of California; and

That no information is available in this office on the financial condition, business activity or practices of this corporation.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of June 6, 2001.



Bill Jones
BILL JONES
Secretary of State