

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

KENNETH B. GARDNER FRANK H. KILLGORE, JR. KRISTINE R. KUTZ MARK L. ORNSTEIN

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OF COUNSEL

POST OFFICE BOX 1913 ORLANDO, FLORIDA 32802-1913 TELEPHONE: (407) 425-1020 FAX: (407) 839-3635 I ALSO MEMBER OF DC & WEST VIRGINIA BAR 2 CERTIFIED CIRCUIT COURT MEDIATOR 3 ALSO MEMBER OF NEW YORK & TEXAS BAR

January 8, 1998

Secretary of State P.O. Box 6327 Tallahassee, Florida 32314

700002396987---5 -01/12/98--01078--003 *****35.00 *****35.00

Re: Articles of Amendment

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation of TAI AUDIO, INC. Also enclosed is a check in the amount of \$35.00 for the filing fee.

If you have any questions, please give me a call.

Very truly yours,

KILLGORE PEARLMAN

By: Martin F. Stamp

MFS/cb Enclosures

This letter and enclosures have been mailed on this 8th day of January, 1998.

Martin F. Stamp

TOP-RI\SECSTATE.LTR

Jul 29



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 13, 1998

MARTIN F. STAMP KILLGORE PEARLMAN P.O. BOX 1913 ORLANDO, FL 32803

SUBJECT: TAI AUDIO, INC.

Ref. Number: K75044

We have received your document for TAI AUDIO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Letter Number: 998A00001994

Teresa Brown Corporate Specialist

KILLGORE PEARLMAN

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January 26, 1998

Secretary of State Attention: Teresa Brown P.O. Box 6327 Tallahassee, Florida 32314

Re.

SUBJECT: TAI AUDIO, INC.

REF. NUMBER K75044

LETTER NUMBER: 998A00001994

Dear Ms. Brown:

Enclosed please find Articles of Amendment to the Articles of Incorporation of TAI AUDIO, INC. with original signatures as you requested. The filing fee has already been received by the Department of State. Also enclosed is a copy of your letter 998A00001994 for your reference.

If you have any questions, please give me a call.

Very truly yours,

KILLGORE PEARLMAN

By: Martin F. Stamp

MFS/cb Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF TAI AUDIO, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

Amendments adopted:

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be PSS AUDIO, INC.

THIRD: The amendment was adopted by the Board of Directors and approved by the Shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this ______ day of December 1997.

TAI AUDIO, INC.

By: RICHARD H/TOPHAM, J

So Mario Mario

Its: President