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FILINGS, INC. TERESA R	OMAN	
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(Address)		
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NEW FILINGS	AMENDMENTS	Examiner
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NonProfit	Resignation of R.A., Officer/	Director Updatar Verifyer
Limited Liability	Change of Registered Agent	
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	DEPARTMENT OF STATE DIVISION OF CORPORATIONS AUROLAHASSEE, FLORIDA ALLAHASSEE, FLORIDA
Annual Report	Foreign	99 JAN 22 PM 3: 30
Fictitious Name	Limited Partnership	
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	Tradesa	·

Other

CR2E031(10/92)

Examiner's Initials

ARTICLES OF ORGANIZATION

OF

A.V.A.D., L.C.

SECRETARY OF STATIONS DIVISION OF CORPORATIONS 99 JAN 22 PM 14: 05

ARTICLE I: NAME

The name of this limited company is A.V.A.D., L.C. whose address is: 833 Idlewyld Drive, Fort Lauderdale, Florida 33301.

ARTICLE II: DURATION

This limited company shall remain in existence perpetually, unless and until dissolved in accordance with Florida Statutes.

ARTICLE III: PURPOSE

This limited company is organized to transact any lawful business for which limited companies may be formed under Chapter 608 of the Florida Statutes "Florida Limited Liability Company Act" and for the purpose of manufacturing, purchasing or otherwise acquiring, and owning, mortgaging, pledging, selling, assigning, transferring or otherwise disposing of, and investing in, trading in, dealing in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

ARTICLE IV: MEMBERS' OWNERSHIP AND MANAGEMENT

The ownership of this Company is vested with the members as set forth below and management shall be by a managing member elected by the members. The initial managing member shall be J. M. Piccirilli, Inc., 833 Idlewyld Drive, Fort Lauderdale, Florida 33301.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 833 Idlewyld Drive, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this limited company is J. M. Piccirilli, Inc.

ARTICLE VI: MEMBERS

The names, addresses and capital contributions of each member of this organization are:

J. M. Piccirilli, Inc.

833 Idlewyld Drive
Fort Lauderdale, Florida 33301

Kip Dellinger

Key Distribution, Inc.

Services equalling \$ \$\frac{1}{2},000.00\$

Cash of \$ \$\frac{1}{2},000.00\$

7611-K Rickenbacker IDrive Gaithersburg, MD 20879 Alt: John Beisner

Patt. John Deistiel

Paul Fitzpatrick Select Resources 7087 Commerce Circle, Suite A Pleasanton, CA 94588

Alt: Tim Fitzpatrick

Teresa Gallo Selltech, Ltd. 1840 130th Ave., NE, Suite 1 Bellevue, WA 98005 Alt: Scott Wallis

Bob Gartland Marketpro Distributing Co., Inc. 7625 Hayvenhurst Avenue, Unit 28

Van Nuys, CA 91406 Alt: Bob Becker

Hilton Geartner
Just In Time Distributors
150 Spartan Drive
Maitland, FL 32751
Alt: Mike Barry

Cash of \$ 4,000.00

Cash of \$ 4,000.00

Cash of \$ 4,000.00

Cash of \$ 4,000.00

Greg Grasso S.C. Distributors, Inc. 8087 Leavitt Road P. O. Box 408 Amherst, Ohio 44001 Alt: Kris Hodgson	Cash of \$ 4,000,00	
Gregg Jaros Jarmac A/V Supply 10-B Lcommerce Way Norton, MA 02766 Alt: Mike Chalmers	Cash of \$ <u>4, 000, 0</u> 0	SECRETARY DIVISION OF CO
Bill Morton or Lindsay Davis High-Tech Distributing, Inc. 5000 Highlands Pkwy., Suite 155 Smyrna, GA 30082 Alt: Holly Wright	Cash of \$ <u>4, 800.00</u>	CORPORATIONS 2 PM 4: 05
Earl Naegle The Custom Company 129 Algana Court St. Peters, MO 63376 Alt: Shawn Dixon	Cash of \$_4,000.00	- -
Bob Prall Primax A/A Distributors 6810 N. Broadway, Suite I Denver, CO 80221-2849 Alt: Connie Siebenrock	Cash of \$ 4, 100, 00	
Chuck Williams Audio Video Distributing 2120 Hutton, Suite 200 Carrollton, Texas 75006 Alt: Dean Leach	Cash of \$ 4, 150, 50	
Wally Whinna Allnet, Inc. 1901 South Wright Blvd. Schaumberg, IL 60193 Alt: Jerry Eby & Tom Aird	Cash of \$ 4, 000, 00	· · · · · · · · · · · · · · · · · · ·

ARTICLES VII: TRANSFER OF OWNERSHIP

The ownership interest of any member may be transferred only with the unanimous consent of the members. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, this limited company may continue to operate upon the written consent of members owning a majority of interest in this limited company.

ARTICLE VIII: ADDITIONAL MEMBERS

Additional members may be added only with unanimous consent and written amendment executed by all of the members of this limited company.

ARTICLE XI: AMENDMENT

This limited company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the members is subject to this reservation. These Articles of Organization may be amended by a written amendment executed by all members of this limited company.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization this 30 day of September, 1998.

J. M. PICCIRILLI, INC	r 66	DIVISI
JOSEPH M. PICCIRILLI	1N 22	RETARY ON OF C
KEY DISTRIBUTION, INC.	PH 4:	CO OF STA ORPORAT
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FROM: Panasonic PPF
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FROM : Panasonic PPF

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FAX NO. 854 483-3570

P. 05/12

ARTICLES VII: TRANSFER OF OWNERSHIP

The ownership interest of any member may be transferred only with the unanimous consent of the members. In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, this limited company may continue to operate upon the written consent of members owning a majority of interest in this limited company.

ARTICLE VIU: ADDITIONAL MEMBERS

Additional mambers may be added only with unanimous consent and written amendment executed by all of the members of this limited company.

ARTICLE XII AMENDMENT

This limited company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment thereto, and any right conferred upon the members is subject to this reservation. Those Articles of Organization may be amended by a written amendment executed by all members of this limited company.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization this 30 day of September, 1998.

J. M. PICCIRILLI, INC.

by:_ Joseph M. Piccirilli

KEY DISTRIBUTION, INC.

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OCT-05-98 NON 10:41 AM HORGAN OLSEN & OLSEN	FAX NO. 954 483-3570 P. 07
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	ALLNET, INC.
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The foregoing instrument was acknowledged by Joseph M. Piccirilli, as President of J.M. Piccirilli, I () has produced who did/did not take an oath.	before me this day of September, 1998, nc., who () is personally known to me or who es identification and
who did/did not take an oath.	y Public

My Commission Expires:

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FAX NO. 954 463-3570

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PAGE 07

FROM : Panasonic PPF

OCT-05-98 MON 10:41 AM MORGAN OLSEN & OLSEN

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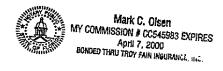
GLORIA J. JOYCE
Notary Public — Notary Seal
STATE OF MISSOURI
St. Charles County
Mỹ Commission Expires: December 29, 2001

Notary Public Glori Print name: My Commission Expires:

89

Coloria J. Joyce Expires: 12-29.01

	THE CUSTOM COMPANY	ger DIVISI 99.
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Panasonic PPF OCT-05-98 NON 10:42 AN MORGAN OLSEI	EN & OLSEN FAX NO. 854 463-3570 P. 09/12
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PAGE 12

FROM : Panasonic PPF

. OCT-05-88 MON 10:43 AM MORGAN OLSEN & OLSEN

FAX NO. 954 463-3570

P. 11/12

99 JAN 22 PM 4: 06

TATE OF ANDREWS	ON 1998
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nown to me or who () has produce a identification and who did/did not to	ake an oath.
	Notary Public Print name: Cunic Silben 201 My Commission Expires: 9/18/99
COUNTY OF	
nown to me or who () has produce	cknowledged before me this day of September, 1998, of Audia Video Distributing, who () is personally ad
is identification and who did/did not t	iake an oath.
	Notary Public
	Print name:
	My Commission Expires:
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The foregoing instrument was a	cknowledged before me this day of September, 1998, of Alinet, Inc., who () is personally known to me or
vho () has produced	as identification
ad who did/did not take an oath.	
•	Notary Public
	Print name:

FROM : Panasonic PPF

OCT-05-98 MON 10:43 AM MORGAN OLSEN & OLSEN FAX NO. 954 463-3570

P. 10/12

STATE OF MA COUNTY OF Bristol	Wovember
DY TELL DE DIGITE	of Jarmac A/V Supply, who () is personally known to C
	Notary Public PAMELA A. LABONE
	Print name: PAMELA A. LABORE My Commission Expires: MY COMMISSION EXPI
STATE OF	
known to me or who () has produce as identification and who did/did not to	of High-Tech Distributing, Inc., who () is personally dependent on the contract of the contra
	Print name: My Commission Expires:
STATE OF	
The foregoing instrument was no by to me or who () has produced identification and who did/did not take	knowledged before me this day of September, 1998, of The Custom Company, who () is personally known an oath.
	Notary Public Print name: My Commission Expires:

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FAX NO. 954 483-3570

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	Notary Public	
	Frint name: JOHN R PECK My Commission Expires:	
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FAX NO. 954 463-3570

STATE OF Maryland	
COUNTY OF Montgomery	
The foregoing instrument was a	cknowledged before me this 30 day of September, 1998,
to me or who () has produced	cknowledged before me this 30 day of September, 1998, FUT of Key Distribution, Inc., who (X) is personally known
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	Notary Public JUDY M. BOATTY Z Brint name: My Commission Expires: May 8, 2007
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and who did/did not take an oath.	as identification
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Notary Public, State of Texas My Commission Expires 08-12-01	Print name:	sion Expires:		
TOTAL MY CONTRACTOR CAPITAL	· -> comme	ion prints;		
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The foregoing instrument was ack	nowledged beforeof Allnet, Inc	me this Who () is	porsonally known as iden	er, 1998, to me or tification

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My Commission Expires:

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FROM : Panasonic PPF . OCT-05-98 MON 10:42 AM MORGAN OLSEN & OLSEN

FAX NO. 954 483-3570

identification and who did/did not tal	ke an oath.	
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	Notacy Public	
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STATE OF <u>California</u> County of <u>Coulva Costa</u>		
		rtalaev
by Paul Fitzpatnik - Preside	soknowledged before me this 7th day of So	ptember
WE WITH A PROPERTY OF THE PROP	who (/) is personal.	y knowi u identif
and who did/did not take an oath	Section 1	
JAMIE S. MOORE COMM. #1102719	June S. Moore	7 ,
NOTARY PUBLIC CALIFORNIA CONTRA COSTA COUNTY My Commission Expires	Notary Public	
JUNE 26, 2000	Print name James 5. Monre	
	My Commission Expires: June 76, 24	50O
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9y	acknowledged before me this day of Ser of Selltech, Ltd., who () is personally to	xember, novo to
who () has produced and who did/did not take an oath.		s identifi

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FAX NO. 854 463-3570

P. 09/12

COUNTY OF LOS Angeles The Gregoling instrument was by Bob of Got land and from	acknowledged before me this day of September, 1998, ident of Marketpro Distributing Co., Inc., who () is
personally known to me or who () h	as produced Distributing Co., Inc., who ()
as identification and who did/did not	take an eath.
VIRGINIA CARDENAS COMM. # 1152179 NOTARY PUBLIC CALIFORNIA	Notery Public Cordenas
LOS ANGELES COUNTY My Comm. Exp. Sept. 10, 2001	Notary Public Print name: Vikginia Cardenas My Commission Expires: Sept. 10-2001
STATE OF	
The foregoing instrument was a by as known to me or who () has produce as identification and who did/did not to	cknowledged before me this day of September, 1998, of Just In Time Distributors, who () is personally also an each.
	Notary Public Print name: My Commission Expires!
STATE OF	
to me or who () has produced identification and who did/dki not take	knowledged before me this day of September, 1998, of S.C. Distributors, Inc., who () is personally known an oath.
	Notary Public
	Print name; My Commission Expires:

x

FROM : Panasonie PPF OCT-06-98 MON 10:42 AM MORGAN OLSEN & OLSEN

FAX NO. 954 483-3570

STATE OF	7		
COUNTY	OF		
The	forestine instan	want was sale	nandalade A Jackston
by		Design where sold	mowledged before me this day of September, 199 of Key Distribution, Inc., who () is personally know
;	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		
identificatio	on and who did/d	id not take a	in oath.
			Notary Public
			Print name:
			My Commission Expires:
STATE OF		_	
COUNTY	Of		-
The	foregoing instrum	ent was ackn	nowledged before me this day of Soptember, 1998
	has produced		_ or solder regionizes, who () is personally known to m
,	did not take an		as identificatio
		Contract.	
			Notary Public
			Print name;
			My Commission Expires:
STATE OF	Washingto	187	
COUNTY	F King	<u></u>	_
	•		Day 1 - 4
tauro	Cocile instrum	an mer schill	owiedged before me this Sth day of September, 1998,
who (X) has	produced	Dres.	of Selltach, Ltd., who () is personally known to me or mattern St. Dr. Lic. as identification
and who did			
	A.	OY SULL	
	12.5		7) XX
	98	mission &	
	15	onnission Eto.	Wandy Sullivan
	*	ONOTAR VE	Notary Public
	*8	PUBLIC	Notary Public Print name: Sandy Sullivian
	*S.M.	ONOTAR VE	Notary Public

FROM : Panasonic PPF

COT-D5-98 MON 10:43 AM MORGAN OLSEN & OLSEN FAX NO. 954 463-3570

P. 10/12

STATE OF	···	
COUNTY OF		
The foregoing inst	rument was acknowledged before me this day of September, as of Jarmac A/V Supply, who () is personally kno	1998 Wn too
me or who () has	produced	
identification and who dis	d/did not take an oath.	三
		2
	Notary Public · Print name:	1
	My Commission Expires:	90
STATE OF GEORG	iA	
COUNTY OF CODE		
The foregoing inst by J.W.MOKTON TE known to me or who ()	trument was acknowledged before me this <u>20TH</u> day of September, as <u>PRESIDENT</u> of High-Tech Distributing, Inc., who (V) is pers	1998, ionally
as identification and who	did/did not take an oath.	
	Notary Public HOLLY A WRIGHT My Commission Expires:	•
	Noisry Public, Georgie, State at Large My Commission Engines May 84, 2002	
STATE OF		
The foregoing ital by to me or who () ha	trument was acknowledged before me this day of September, , as of The Custom Company, who () is personally it is produced	1998, known
identification and who di	d/did not take an oath.	· •
	N	
	Notary Public Print name:	
	My Commission Expires:	

REGISTERED AGENT CERTIFICATE

Pursuant to Chapters 48.09l and 608.415 and 608.416, Florida Statutes, the following is submitted:

A.V.A.D., L.C., desiring to organize or qualify under the laws of the State of Floridal with Experimental place of business in the City of Fort Lauderdale, State of Florida, has named by MCRAP Piccirilli, Inc., 833 Idlewyld Drive, Fort Lauderdale, Florida 33301, as its agent to accept service of Florida.

A.V.A.D., L.C., by its managing member J. M. PICCIRILLI, INC.

JOSEPH M. PIĆCIKILLI

Title: President

Date: September ____ 1998 fanciony 20, 1999

Having been named to accept service of process for the above stated limited liability company at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. The undersigned is familiar with, and accepts, the obligations of this position.

J. M. PICCIRILLI, INC., Registered Agent

JOSEPH M. PICCIRILLI, President

Date: September 1998 January 29 1999

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS 99 NA 22 PM 1: 06

SECRETARY OF STATENS
DIVISION OF CORPORATIONS

99 JAN 22 PM 4: 06

The undersigned member or authorized representative of a member of					
A.V.A.D., L.C.	deposes and says:				
1) the above named limited liability company has at least two members					
2) the total amount of cash contributed by the member(s) is	\$_44,000.00				
3) if any, the agreed value of property other than cash contributed by member(s) is A description of the property is attached and made a part hereto.	\$				
4) the amount of cash or property anticipated to be contributed by member(s) is	\$ 4,000.00				
5) the total amount of 2, 3, and 4 is	\$ 48,000.00				

Signature of a member or authorized representative of a member. (In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

As authorized agent of J.M. PICCIRILLI, INC. AS President of J.M. PICCIRILLI, INC.