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Feb. 13, 1996

Corporate Records Division
P.O. Box 6327
Tallahassee, FL 32314

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***122.50 ***122.50

Re: SOUND VENTURE, INC.

Gentlemen:

Enclosed are the original and duplicate original copy of the Articles of Incorporation of the above named proposed corporation which have been properly executed.

Please endorse your approval of the Articles Incorporation on the duplicate copy, certify and return to me.

I also enclose Registered Agent designation for filing.

A check is enclosed in the amount of \$122.50 to cover the \$35 filing fee, \$52.50 for certified copy of the Articles and \$35 for registered Agent designation.

If you should have any question regarding the above, please contact me at the phone number listed above.

Sincerely,

F. B. Estergren, P.A.

FBE/jap

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
SOUND VENTURE INC.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I - NAME:

The name of this corporation is: SOUND VENTURE INC.
hereinafter referred to as the "Corporation").

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing upon the
filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of engaging in the
Real Estate Sales business, and for the purpose of transacting
any or all other lawful business not inconsistent with the Laws of the
State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 100,000 shares of One
Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of
the same kind, class or series as that which he or she already holds,
shall have the right to purchase his or her pro-rata share thereof
(as nearly as may be done without issuance of fractional shares) at
the price at which it is offered to others.

ARTICLE-VI - INITIAL REGISTERED OFFICE AND AGENT:

The principal office and street address of the Corporation is:
648 Powell Dr., Ft. Walton Beach, FL 32547, and the mailing
address is: 648 Powell Dr., Ft. Walton Beach, FL 32547.

The name of the registered agent of the corporation is:
KENNETH STOCKER, and the street office address of such

registered agent and registered office of the Corporation is:
648 Powell Dr., Ft. Walton Beach, FL 32547.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than one. The name and address of the initial director of the Corporation is:

KENNETH STOCKER, 648 Powell Dr., Ft. Walton Beach, FL 32547.

ARTICLE VIII - INCORPORATOR:

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

KENNETH STOCKER, 648 Powell Dr., Ft. Walton Beach, FL 32547.

ARTICLE IX - BY-LAWS:

The power to adopt, alter, amend or repeal the by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this charter that the directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1954 as amended.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 13th day of February, 1996.



KENNETH STOCKER

