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TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

400002128244--3  
-03/31/97--01048--003  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: Independent Noise, Inc.  
(Proposed corporate name - must include suffix)

RECEIVED  
97 MAR 31 AM 11:45  
DIVISION OF CORPORATIONS

Enclosed is an original and one (1) copy of the articles of incorporation and check for:

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate	<input type="checkbox"/> \$122.50 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate
Additional Copy Required			

FROM: Max Fresen  
Name (printed or typed)

1310 Hancock St  
Address

Tallahassee, FL, 32302  
City, State & Zip

904-224-6715  
Daytime Telephone number

pick up  
2:00

NOTE: Please provide the original and one copy of the articles.

## ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

### ARTICLE I NAME

The name of the corporation shall be:

Independent Noise Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2905 N. Meridian Rd.  
Tallahassee, FL 32312

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100

### ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

~~Brett R. Brewer  
1359 A Franklin St.  
Tallahassee, FL 32304~~

Max Fresen  
1310 Hancock St.  
Tallahassee, FL 32304

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Brett Brewer  
3359-A ~~6~~ Trafalgar Sq.  
Tallahassee, FL . 32301

Max Fresen  
1310 Hancock St.  
Tallahassee, FL . 32304

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

31 day of March, 19 97.

Brett R. Brewer  
Signature

[Signature]  
Signature

\_\_\_\_\_  
Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Independent Noise Inc.  
(must include suffix)

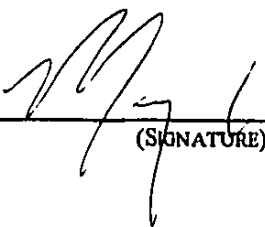
2. The name and address of the registered agent and office is:

Max Fresen  
(NAME)

1310 Hancock St  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee / FL / 32312  
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

3/31/97  
(DATE)