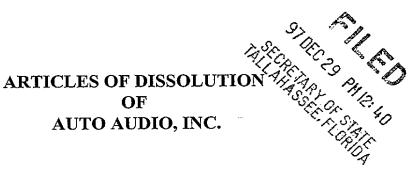
	345 Brise 955 Justor's Name	
Tallahassee FL 32317 (671-26) City/State/Zip Phone #		EFFECTIVE DATE
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):		
3. (Corpo	oration Name) (Document oration Name)	7 SEC 29 17 97 0 29 17 97 7 88
Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/ Director Change of Registered Agent Dissolution/Withdrawal Merger	0000023840606 -12/29/9701023001 ******35.00 ******35.00
Annual Report Fictitious Name Name Reservation	Foreign Limited Partnership Reinstatement Trademark Other	VOIDIS ERGY
		Examiner's Initials



Pursuant to Chapter 607, Florida Statutes (1995), the undersigned Corporation adopts these Articles of Dissolution.

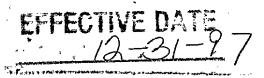
ARTICLE I

<u>Name</u>

The name of the Corporation is AUTO AUDIO, INC.

ARTICLE II

Authorization



The Corporation's dissolution was authorized pursuant to the vote of its members, made by written action in lieu of the special meeting as permitted by Chapter 607, Florida Statutes. One hundred percent (100%) of the votes cast were in favor of the dissolution, which was sufficient for approval pursuant to law.

ARTICLE III

Effective Date

These Articles of Dissolution shall take effect immediately upon the later of their acceptance for filing by the appropriate office of the Florida Department of State or December 31, 1997 (the "Effective Date").

ARTICLE IV

Plan of Distribution of Assets

Upon the Effective Date of these Articles of Dissolution or as soon as practicable thereafter, the assets of the Corporation shall be applied and distributed as follows:

(1) First, to the payment of any and all just debts and obligations of the Corporation; and

- (2) Then to the payment of any and all administrative and other costs of the orderly dissolution and liquidation of the Corporation (if any) including, but not limited to, any legal and accounting fees; and
- (3) Then the remaining assets of the Corporation (if any) shall be distributed to its shareholders.

IN WITNESS WHEREOF, these Articles of Dissolution have been executed by the undersigned duly authorized officer of the corporation.

AUTO AUDIO, INC.

By: Todd Patterso

Its: President

STATE OF FLORIDA COUNTY OF LEON

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments, administer oaths, personally appeared TODD PATTERSON, and being first duly sworn and upon his oath, stated that he signed the above Articles of Dissolution for the conditions and purposes therein expressed this 23rd day of December, 1997.

NOTARY PUBLIC

My commission expires:

Personally known to me _____ or

Type of identification produced _____

Pamela B. Williams
MY COMMISSION # CC513884 EXPIRES
December 15, 1999
BONDED THRU TROY FAIN INSURANCE, INC.