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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

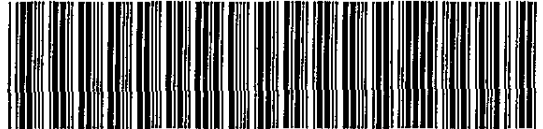
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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CLERK OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN SEP - 1 2004

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Audio-Video Corporation
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Amy L. Shadlock, Controller
(Name of Person)

Audio-Video Corporation
(Firm/Company)

213 Broadway
(Address)

Albany, NY 12204
(City/State and Zip code)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Amy L. Shadlock at 518-449-7213
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Audio-Video Corporation

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. New York

(State or country under the law of which it is incorporated)

3. 14-1426006

(FEI number, if applicable)

4. 12/27/1955

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. upon qualification

(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 213 Broadway Albany, NY 12204

(Principal office address)

213 Broadway Albany, NY 12204

(Current mailing address)

8. Sales and installation of professional audio and video equipment

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and ~~street address~~ of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: CT Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida 33324

(City) (Zip code)

10. Registered agent's acceptance:

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

Korri A. Behler

(Registered agent's signature)

KORRI A. BEHLER
Special Assistant Secretary

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of all other officers and directors

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TALLAHASSEE, FLORIDA
OFFICE OF THE SECRETARY OF STATE

A. DIRECTORS

Chairman: Theodore M. Klarsfeld

Address: 213 Broadway
Albany, NY 12204

Vice Chairman: Martha R. Meader

Address: 213 Broadway
Albany, NY 12204

Director: Robert P. Doody

Address: 213 Broadway
Albany, NY 12204

Director: _____

Address: _____

B. OFFICERS

President: Theodore M. Klarsfeld

Address: 213 Broadway
Albany, NY 12204

Vice President: Robert P. Doody

Address: 213 Broadway
Albany, NY 12204

Secretary: Martha R. Meader

Address: 213 Broadway Albany, NY 12204

Treasurer: Martha R. Meader

Address: 213 Broadway Albany, NY 12204

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Theodore M. Klarsfeld

(Signature of Director or Officer listed in number 12 of the application)

14. Theodore M. Klarsfeld, President/CEO

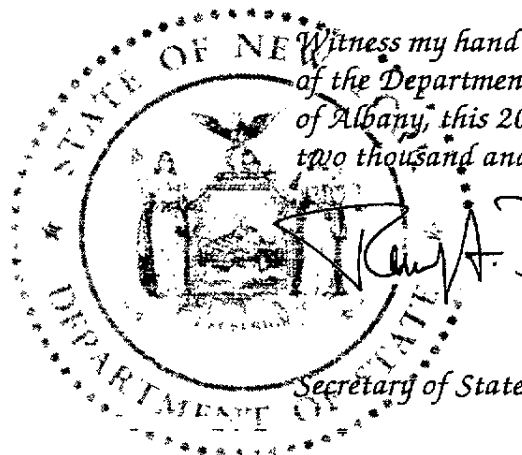
(Typed or printed name and capacity of person signing application)

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JULIENNE CORPORATION
FALLASSEE, FLORIDA

State of New York } ss:
Department of State

I hereby certify, that the Certificate of Incorporation of AUDIO-VIDEO CORPORATION. was filed on 12/29/1955, under the name of HI-FIDELITY CENTER, INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

A Certificate of Amendment HI-FIDELITY CENTER, INC., changing its name to AUDIO-VIDEO CORPORATION., was filed 06/22/1956.



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