



THE UNITED STATES
CORPORATION
COMPANY

L00000003427

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REFERENCE : 639183 164228A

AUTHORIZATION : *Patricia Pizante*

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TALLAHASSEE, FLORIDA

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CUSTOMER NO: 164228A

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CUSTOMER: Steven P. Kushner, Esq
STEVEN P. KUSHNER, P.A.
STEVEN P. KUSHNER, P.A.
Suite 202
1375 Jackson Street
Fort Myers, FL 33901

DOMESTIC FILING

NAME: TINT TOWN AUDIO, L.L.C.

EFFECTIVE DATE: _____

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Ellyn Herndon

EXAMINER'S INITIALS:

L00-3427
03-27

Name	<i>OK</i>
Available	<i>OK</i>
Domestic	<i>OK</i>
Foreign	<i>OK</i>
State	<i>OK</i>
Local	<i>OK</i>
County	<i>OK</i>
City	<i>OK</i>
State	<i>OK</i>
Country	<i>OK</i>

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
TINT TOWN AUDIO, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of this Limited Liability Company is: TINT TOWN AUDIO, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 4020 Cleveland Avenue, Fort Myers, Florida 33901.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and address of the registered agent of the company in the State of Florida is: Sue Endress, 13251 Highland Chase Place, Fort Myers, Florida 33913.

ARTICLE V - CAPITAL CONTRIBUTIONS

~~The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".~~

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ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII – ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the written consent of a majority of the voting interests as described in Article IX, below, and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless a majority of the members of the company approve of both the proposed transfer and the right to participate in the management of the company by written consent.

ARTICLE VIII – TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one (1) remaining member.

ARTICLE IX - MANAGEMENT

The company shall be managed by a single Manager elected by the members in accordance with the regulations adopted by the members for the management of the business and affairs of the company. The initial Manager shall be Sue Endress. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members and their respective voting interests in the company are:

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TALLAHASSEE, FLORIDA

NAME

ADDRESS

INTEREST

David Hoeksema

3717 Liberty Square
Fort Myers, Florida 33908

49%

Sue Endress

13251 Highland Chase Place
Fort Myers, Florida 33913

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SECRETARY OF STATE

IN WITNESS WHEREOF, the undersigned members have made and subscribed these
Articles of Organization of TINT TOWN AUDIO, L.L.C., at Fort Myers, Lee County, Florida on
this 22nd day of March, 2000.


Sue Endress, Member and Manager / Registered Agent


David Hoeksema, Member

STATE OF FLORIDA
COUNTY OF LEE

Sworn to and subscribed before me this 22nd day of March, 2000, by Sue Endress and
David Hoeksema, who are personally known to me [] or produced Florida Driver's Licenses
as identification.


Notary Public, State of Florida

