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### Florida Department of State

**Division of Corporations** Public Access System Katherine Harris, Secretary of State

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Account Name

: CHERRY & SPENCER, P.A.

Account Number : 072100000272

: (561)471-7767

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AL

### LIMITED LIABILITY COMPANY

Audio America Acquisition, LLC

| Certificate of Status | 0        |
|-----------------------|----------|
| Certified Copy        | 1        |
| Page Count            | 02       |
| Estimated Charge      | \$155.00 |

FAN:

L.L.C.

H01-10213

# ARTICLES OF ORGANIZATION FOR AUDIO AMERICA ACQUISITION, L.L.C. a Florida limited liability company

ARTICLE I Name:

The name of the Limited Liability Company is: AUDIO AMERICA ACQUISITION,

ARTICLE II
Address

The mailing address and street address of the principal office of the Limited Liability Company is: 7605 Washington Road, West Palm Beach, Florida 33405.

## ARTICLE III Registered Agent and Office

The name and Florida street address of the registered agent is: Theodore T. Tarone, Jr., Esq., Cherry & Spencer, P.A., 1665 Palm Beach Lakes Blvd., Suite 600, West Palm Beach, FL 33401.

ARTICLE IV Management

The Limited Liability Company is to be managed by one or more managers and is, therefore, a member - managed company.

Theodore T. Tarone, Jr., as authorized representative for Shaun L. McGruder, Member

(in accordance with Section 808.408(3), Florida Statutes, the execution of this documents constitutes an affirmation under the penalties of perjury that the facts stated herein are true)

FAN: H01-10213

FAN: H01-10213

### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, 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 as provided for in Chapter 608, F.S.

Theodore T. Tarone, Jr.

Date: JANUARY 24, 200

SECRETARY OF STATE

FAN: H01-10213