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SECRETARY OF STATE

SMITH SAUER & DEMARIA ATTORNEYS AT LAW

By Federal Express

May 3, 2004

G. Thomas Smith Board Certified Real Estate Attorney

Secretary of State Registration Section 409 E. Gaines Street Tallahassee, FL 32399

RE: Home Cinema & Hi-Fi, L.L.C.

Dear Sir or Madame:

Enclosed please find the original and a copy of the Application by Foreign L.L.C. for Authorization to Transact Business in Florida along with a check in the amount of \$125.00 to cover the filing fee. Please file the original and return the copy to me date-stamped as evidence of filing.

Your time and attention to this matter are greatly appreciated and if you have any questions, please do not hesitate to give our office a call at (850).434-2761.

Sincerely

Jackie & Abshire

ISA:

Enclosures

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: Home Cinema & Hi-Fi, L.L.C. (Name of foreign limited liability company) 2 Louisiana (FEI number, if applicable) (Jurisdiction under the law of which foreign limited liability company is organized) 5. Perpetual 4. October 6, 1999 (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") May 1, 2004 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) 14000 Perdido Key Drive Pensacola, Florida 32507 (Street address of principal office) 8. If limited liability company is a manager-managed company, check here 9. The name and usual business addresses of the managing members or managers are as follows: Mason Granade, 2107 Justice Street, Monroe, Louisiana 71201 Thomas Philip Springer, Jr., 2107 Justice Street, Monroe, Louisiana 71201 John Bannister, 2107 Justice Street, Monroe, Louisiana 71201 10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) 11. Nature of business or purposes to be conducted or promoted in Florida: Prewiring and installation of home audio systems including but not limited to televisions, lighting, & surround sound Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), Fig., the execution of this document constitutes

an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed or printed name of signee

Thomas Philip Springer, Jr.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 of 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:			
Home Cinema & Hi-Fi, L.L.C.			
2. The name and the Florida street address of the registered agent and office are:			
Thomas Philip Springer, Jr.	SECR TALLA	7004 HAY	***********
(Name)	ETAR	₹	
14000 Perdido Key Dríve		<u>.</u>	i i i
Florida street address (P.O. Box NOT ACCEPTABLE)		Ū	Ċ
Pensacola FL 32507	STATE	ج چھ چھ	
(City/State/Zip)		-,14	

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

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)



As Secretary of State, of the State of Louisiana, I do hereby Certify that the Articles of Organization of

HOME CINEMA & HI-FI, L.L.C.

Domiciled at WEST MONROE, LOUISTÂNA,

Were filed in this Office and a Certificate of Organization was issued on October 06, 1999,

I further certify that no Certificate of Dissolution has been issued.

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In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on, April 23, 2004

ABA 34846135K .

Secretary of State

