

M14000000091

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

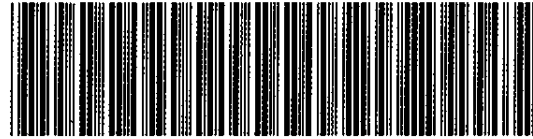
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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12/31/13--01017--016 **125.00

2013 DEC 31 PM 12:51
CLERK OF COURT
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CLERK OF COURT

DUFFY & SWEENEY, LTD
BUSINESS LAW & LITIGATION

Gregory W. McIntosh
gmcintosh@duffysweeney.com

December 26, 2013

VIA CERTIFIED MAIL,
RETURN RECEIPT REQUESTED

Florida Secretary of State
Division of Corporations
Registration Section
P.O. Box 6327
Tallahassee, FL 32314

Re: *ION Audio, LLC Application by Foreign Limited Liability Company for
Authorization to Transact Business in Florida (the "Application").*

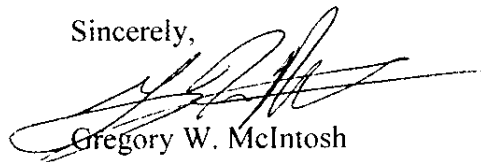
Dear Sir or Madam:

Enclosed please find the Application described above, together with a Good Standing Certificate from the Secretary of State of the State of Delaware and a check in the amount of One Hundred Twenty-five and 00/100 Dollars (\$125.00), representing the filing fee for the same, a consent to use the name ION Audio, LLC, and a copy for endorsement and date stamp, for the above-referenced entity.

Please process the enclosed Application and return the endorsed and date stamped copy to me, in the enclosed self-addressed, stamped envelope, at your earliest possible convenience.

In the meantime, please do not hesitate to contact me with any questions. Thank you in advance for your anticipated cooperation.

Sincerely,


Gregory W. McIntosh
Associate

GWM/jaj
Enclosures

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: **ION Audio, LLC**

Name of Limited Liability Company

The enclosed "Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida," Certificate of Existence, and check are submitted to register the above referenced foreign limited liability company to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Gregory W. McIntosh

Name of Person

Duffy & Sweeney, Ltd.

Firm/Company

One Financial Plaza, Suite 1800

Address

Providence, RI 02903

City/State and Zip Code

gmcintosh@duffysweeney.com

E-mail address: (to be used for future annual report notification)

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For further information concerning this matter, please call:

Gregory W. McIntosh at **401** **455-0700**

Name of Person

Area Code & Daytime Telephone Number

MAILING ADDRESS:

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

STREET ADDRESS:

Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy

***ION Audio, LLC
866 NE 20th Avenue
Fort Lauderdale, FL 33304***

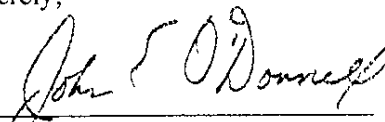
December 23, 2013

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

Re: Consent to Use of the Name

Reference is hereby made to the formation and dissolution of ION Audio, LLC, a Florida limited liability company, by the undersigned, its Managing Member. Please be advised that I hereby give consent to the use of the name "ION Audio" for qualification as a foreign limited liability company to do business in Florida by ION Audio, LLC, a Delaware limited liability company.

Sincerely,



John E. O'Donnell

2013 DEC 31 PM 12:52
STATE OF FLORIDA
DIVISION OF CORPORATIONS

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

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN
LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. ION Audio, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. _____

(FEI number, if applicable)

4. December 9, 2013

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. _____

(Date first transacted business in Florida, if prior to registration.)
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 866 NE 20th Avenue

Fort Lauderdale, FL 33304

(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:

inMusic Brands, Inc.

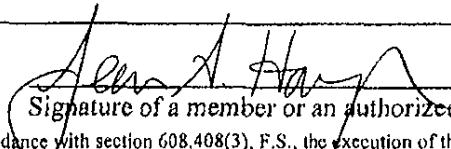
866 NE 20th Avenue

Fort Lauderdale, FL 33304

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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: manufacturing and distribution


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Jean A. Harrington, Esq., Authorized Representative

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 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:

ION Audio, LLC

If unavailable, the alternate to be used in the state of Florida is:

2. The name and the Florida street address of the registered agent and office are:

NRAI Services, Inc.

(Name)

1200 South Pine Island Road

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Plantation

FL

33324

City/State/Zip

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, Florida Statutes.



(Signature)

Brian Smith, Asst. Secretary of NRAI Services, Inc.

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

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ION AUDIO, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF DECEMBER, A.D. 2013.

5445576 8300

131468895

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1007816

DATE: 12-23-13