

P00000012856

Kay E. Reetz

Rt. 1 Box 285-24, Lake City, FL 32055
(904) 752-9316

Division of Corporations
C/O Secretary of State
The Capitol
Tallahassee, FL 32314

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****131.25 *****87.50

Dear Sirs:

I have enclosed the Articles of Incorporation for Radio Direct Services, to operate as a corporation.

I have enclosed the applicable fees of \$131.25 for filing fees certificate, requested Agent, certified copy, certificates under seal.

If there were any changes that need to be made to the Articles of Incorporation, would you please advise me of it? You can contact myself at (904) 752-0016 or my CPA, Beverly Brunelle at (904) 362- 5348.

I would appreciate any help you are able to offer. Thanking you in advance.

Sincerely,

Kay E. Reetz

Kay E. Reetz

2/1/00

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

OF

RADIO DIRECT SERVICE, INC

ARTICLE 1. NAME

The name of this corporation is: RADIO DIRECT SERVICE, INC.

ARTICLE 11. DURATION

This corporation is to have perpetual existence.

ARTICLE III. PURPOSE

The corporation is organized for the purpose of Whole Sale & Retail
Sales and to carry on a general fulfillment center
business in all aspects thereof in regards to Sales.

The corporation is organized to engage in any activity or business permitted under the laws
of the State of Florida and the United States.

ARTICLE IV. CAPITAL STOCK

This corporation shall have one (1) class of common stock having a par value of One
dollar (\$1.00) per share and the same shall be fully paid and nonassessable. The maximum
number of shares of said stock this corporation is authorized to have outstanding at any
time is One Thousand (1,000) shares. The shares shall be considered to be section 1244
shares of stock for the purpose of the Internal Revenue Code classifications.

ARTICLE V. PREEMPTIVE RIGHTS

Every stockholder shall have the right to purchase his pro rata share of any new
stock of this corporation at the price which it is offered to others.

ARTICLE VI. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred
(\$500.00) dollars.

ARTICLE VII. ADDRESS

The initial street address of the principle office of this corporation in the State
of is: Rt 1 Box 285-24 Lake City, FL 32055.

The Board of Directors may from time to time move the principle office to any other Florida
address.

ARTICLE VIII. DIRECTORS

This corporation shall have TWO (2) Director(s) initially. The number of
Directors may be increased from time to time by the By-Laws, but shall never be less than
one (1). The names and address of the initial director(s) are:

Kay E. Reetz - Rt 1 Box 285-24 Lake City, FL 32055
Thomas F. Reetz Sr - Rt 1 Box 285-24 Lake City, FL 32055

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ARTICLE IX. INCORPORATOR

The name and address of the person that is signing these Articles of Incorporation is:

Kay E. Reetz - Rt 1 Box 285-24 Lake City, FL 32055

ARTICLE XI. REGISTERED AGENT AND REGISTERED OFFICE

The name and address of the Registered Resident Agent and his Registered Office to accept service of process within the State for this Corporation is:

Kay E. Reetz - Rt 1 Box 285-24 Lake City, FL 32055

ARTICLE XII. BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted by either the Board of Directors, or the Shareholders, but the Board of Directors may not amend or repeal any By-Laws adopted by the Shareholders, if the Shareholders specifically provide such By-Laws not subject to amendment or repeal by the Directors.

ARTICLE XIII. OFFICERS

The initial officers shall be as follows:

Kay E. Reetz President / Secretary
Thomas F. Reetz, Sr. V. President / Treasurer

ARTICLE XIV. AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be approved by the Board of Directors, proposed by them to the shareholders and approved at a shareholders meeting by a majority of the Shareholders entitled to vote thereon unless the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XV. MANAGEMENT OF CORPORATION

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation and carried out by the Executive Officer as appropriate.

ARTICLE XVI. VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common shares. IN WITNESS WHEREOF, the undersigned Incorporation has executed these Articles of Incorporation this 1 day of February 2000.

STATE OF Florida, COUNTY OF Columbia

Kay E. Reetz

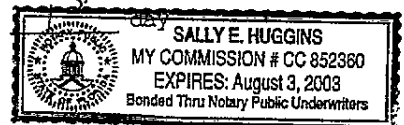
I HEREBY CERTIFY that on this day, before me, the undersigned authority, personally appeared Kay E. Reetz to me known to be the person described herein as Subscriber and who executed the foregoing Articles of Incorporation and he acknowledge before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this

of February 2000
FLORIDA

Notary Public

My commission expires:



8-3-2003

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT AND OFFICE

Having been named to accept service of process for RADIO
Direct Service, Inc I hereby declare my acceptance of appointment
as registered agent and registered office of this corporation. I agree
to serve and to comply with the provisions of all statutes relative to
the proper and complete performance of my duties.

Dated: 1/31/00

Kay E. Reetz

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