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February 4, 2000

FILED
00 FEB -7 PM 3:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Acoustic Accents, Inc.

800003126358--7
-02/07/00--01128--013
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for the above-referenced corporation. Please file the original and confirm such filing in writing at your earliest convenience.

A check in the amount of \$70.00 is enclosed for the filing fee.

Please contact me if you have questions or require additional information.

Thank you for your assistance.

Very truly yours,



Judy A. Romano

Enclosures

cc: Nathan and Katherine Holmes

S. Thompson FEB 14 2000

ARTICLES OF INCORPORATION
OF
ACOUSTIC ACCENTS, INC.

00 FEB -7 PM 3:09
7130
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under Section 607.0202 of the Florida Business Corporation Act, do hereby certify as follows:

ARTICLE I

Corporate Name and Address

The name of the Corporation is Acoustic Accents, Inc., and the address of the principal office and mailing address of the Corporation is 4968 Vincennes Street, Cape Coral, Florida 33904.

ARTICLE II

Corporate Purpose

The Corporation is organized to transact any and all lawful business authorized by the Florida Business Corporation Act.

ARTICLE III

Authorized Stock

The aggregate number of shares of the Corporation shall be 1,000, all of which are to be voting common stock having a par value of \$1.00 per share.

ARTICLE IV

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the State of Florida shall be 4968 Vincennes Street, Cape Coral, Florida 33904. The name of the initial registered agent of the Corporation at the registered office shall be Katherine A. Holmes.

ARTICLE V

Initial Board of Directors

The initial Board of Directors of the Corporation shall be comprised of two people. The Directors shall be elected annually in accordance with the By-laws. The number of Directors may be increased or decreased from time to time in accordance with the By-laws, but shall never be less than one. The names and addresses of the initial Directors to hold office until the first annual meeting of the Board of Directors, and until their successors shall have been elected and qualify are as follows:

**Katherine A. Holmes
4968 Vincennes Street
Cape Coral, Florida 33904**

**Nathan Holmes
4968 Vincennes Street
Cape Coral, Florida 33904**

ARTICLE VI

Incorporator

The name and address of the Incorporator of the Corporation is:

**Nathan Holmes
4968 Vincennes Street
Cape Coral, Florida 33904**

ARTICLE VII

Commencement of Existence

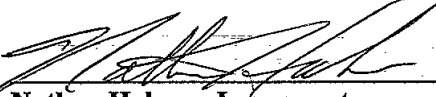
The Corporation shall be deemed to commence on the date of filing of the Articles of Incorporation.

ARTICLE VIII

Duration

The term of existence of the Corporation is perpetual.

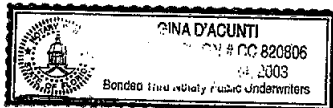
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation this 31st day of January, 2000.


Nathan Holmes, Incorporator

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 31st day of January, 2000, by Nathan Holmes, who is personally known to me or who produced as identification.


Notary Public



GINA D'ACUNTI

Printed Name



CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE

Acoustic Accents, Inc., in compliance with Section 48.091, Florida Statutes, submit the following:

Acoustic Accents, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in Cape Coral, Lee County, Florida, has named Katherine A. Holmes, as its registered agent to accept service of process within Florida.

Acoustic Accents, Inc.,
a Florida corporation,

By: 
Nathan Holmes, Incorporator

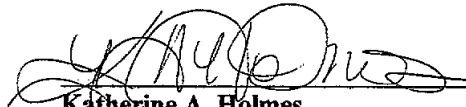
Date: 02-02-2000

ACCEPTANCE OF REGISTERED AGENT

FOR

ACOUSTIC ACCENTS, INC.

I, Katherine A. Holmes, having been named to accept service of process for Acoustic Accents, Inc., at the place designated in the Articles of Incorporation, hereby accept the obligations of a registered agent under the Florida Business Corporation Act.


Katherine A. Holmes

Feb. 2, 2000
Date