

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**PO000065084**

WholeSale Sounds, Inc.

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

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FILED  
MAR 10 PM 3:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
00 MAR 10 PM 12:18  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

T. SMITH MAR 10 2000

**ARTICLES OF INCORPORATION**  
**OF**

**Wholesale Sounds, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation is **Wholesale Sounds, Inc.**

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**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation is **1416 Locust Street Northeast, St. Petersburg, FL 33704.**

**ARTICLE III: CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of (\$1.00) per share.

#### **ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is **Frank E. DiGioia, P.A., 4244 Central Avenue, St. Petersburg, FL 33711.**

#### **ARTICLE V: INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

#### **ARTICLE VI: INITIAL BOARD OF DIRECTORS**

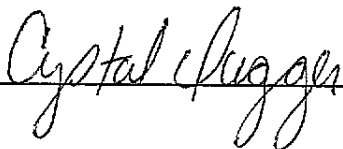
The name and address of each member of the initial Board of Directors of the corporation is **Dan Guillan, Vice President, Treasurer, and Director, Eva Guillan, President, Secretary, and Director, 1416 Locust Street Northeast, St. Petersburg, FL 33704.**

#### **ARTICLE VII: SPECIAL PROVISION**

It is the intent of the incorporator and directors that the corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 10th day of March 2000.

"Capital Connection, Inc. by Crystal Dugger, Office Manager"

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


Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is Wholesale Sounds, Inc.
2. The name and street address of the registered agent and office is:

Frank E. DiGioia, P.A.  
4244 Central Avenue  
St. Petersburg, Florida 33711

Having been named as Registered Agent and to accept service of process for the above stated corporation 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.

Dated: 3/7/00

  
Frank E. DiGioia, P.A.

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TALLAHASSEE, FLORIDA