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March 19
February 28, 2000

IN REPLY REFER TO

Division of Corporations
Secretary of State
The Capitol
409 E. Gaines Street
Tallahassee, FL 32399

700003163557--9
-03/09/00--01053--005
*****70.00 *****70.00

RE: Architectural Acoustics Inc.

Gentlemen:

Enclosed is the signed original and one copy of the Articles of Incorporation of the above corporation. We have also enclosed a check in the amount of \$70.00 for the filing and designation of the registered agent.

Please process this at your earliest opportunity and return a date stamped uncertified copy of the Articles of Incorporation to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,

JAMES N. CASESA

JNC\kb

Enclosures

FILED
00 MAR -9 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3/15

ARTICLES OF INCORPORATION

FOR

Architectural Acoustics Inc.

THE UNDERSIGNED, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following articles of incorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is Architectural Acoustics Inc.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purposes for which the corporation is organized are:

1. To engage in the installation of acoustical ceilings.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to more fully accomplish the foregoing.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is one thousand (1000). Such shares shall be of a single class and shall have a par value of one dollar (\$1.00) per share.

ARTICLE FIVE

The street address of the initial registered office of the Corporation and the name of it's initial registered agent at such address is:

Jeffrey Donald Judy
226 West Tropic Blvd.
Largo, Florida 33770

The street address of the initial principal office of the Corporation is:

226 West Tropic Blvd.
Largo, Florida 33770

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is two (2). The name and address of each person who is to serve upon the initial board of directors are:

Jeffrey Donald Judy
226 West Tropic Blvd.
Largo, Florida 33770


Chad Allan Stoyer
226 West Tropic Blvd.
Largo, Florida 33770

ARTICLE SEVEN

The name and address of the incorporator is:

Jeffrey Donald Judy
226 West Tropic Blvd.
Largo, Florida 33770

EXECUTED by the undersigned at St. Petersburg, Pinellas County, Florida on the 3rd day of MARCH, 2000.

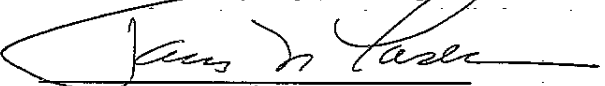

Jeffrey Donald Judy

ACKNOWLEDGMENT

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, personally appeared Jeffrey Donald Judy, who is personally known to me or presented personally known as identification, and is to me well known to be the person described in and who executed the forgoing articles of incorporation and acknowledged to and before me that the said articles were executed for the purposes therein expressed.

WITNESS MY HAND AND OFFICIAL SEAL, this 3rd day of March, 2000, at St. Petersburg, Pinellas County, Florida.


Notary Public
My commission expires:

JAMES CASES
Notary Public - State of Florida
My Commission Expires Sep 23, 2001
C-11111111-11111111

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

Architectural Acoustics Inc.

DESIRING TO ORGANIZED OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH IT'S PRINCIPAL PLACE OF BUSINESS AT CITY OF TAMPA, STATE OF FLORIDA HAS NAMED:

Jeffrey Donald Judy
226 West Tropic Blvd.
Largo, Florida 33770

AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: Jeffrey Donald Judy

TITLE: President

DATE: March 3, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: Jeffrey Donald Judy

DATE: March 3, 2000

FILED
00 MAR -9 PM 2:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA