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December 16, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/04/00--01056--007
*****78.75 *****78.75

Re: Glassound, Inc.

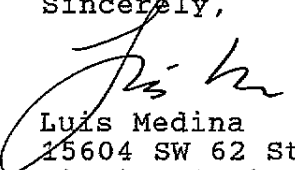
Gentlemen:

Enclosed you will find the articles of incorporation, along with the filing fee of \$78.75 for the above captioned corporation.

Please register the same.

Thank you for your cooperation.

Sincerely,


Luis Medina
15604 SW 62 Street
Miami, Florida 33193
Tel.: (305) 386-9898

FILED
00 MAY -4 AM 10:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 8 2000

FILED

00 MAY -4 AM 10:48

ARTICLES OF INCORPORATION
OF
GLASSOUND, INC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to the Articles of incorporation hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is GLASSOUND, INC.

ARTICLE II - NATURE OF BUSINESS

The corporation may engage in any and all lawful activities permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at no par value.

ARTICLE IV - TERMS OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V - ADDRESS

The initial address for the corporation is 6693 Collins Avenue #213; Miami Beach, Florida 33141.

ARTICLE VI - DIRECTORS

The corporation shall have one (1) Director(s) initially. The number of Directors may be increased or decreased as prescribed by the By-Laws adopted by the Stockholders.

ARTICLE VII - INITIAL DIRECTORS

The name and address of the members of the first Board of Directors who shall hold office until their successors are elected and qualified is as follow:

Julio Cesar Martins 6693 Collins Avenue #213
Miami Beach, Florida 33141

ARTICLE VIII - SUBSCRIBERS

The name and post office address of each subscriber to these Articles Of Incorporation is (are):

Julio Cesar Martins 6693 Collins Avenue #213
Miami Beach, Florida 33141

IN WITNESS WHEREOF the undersigned subscriber(s) has (have) executed these Articles Of Incorporation this 05 day of April, 2000.

x Julio C. Martins
Julio Cesar Martins

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING PERSON UPON WHOM
PROCESS MAY BE SERVED.

Pursuant to Chapter 607.034 of Florida Statutes, the following is
submitted in compliance with said Act:

GLASSOUND, INC. desiring to organize under the laws of the State
of Florida, has named Julio Cesar Martins whose address is 6693
Collins Avenue #213; Miami Beach, Florida 33141 as Registered
Agent to accept service of process within the State.

Julio C. Martins

ACKNOWLEDGEMENT:

Having been named as Registered Agent and to accept service of
process for the above named corporation at the place designated
in this certificate, I hereby accept the appointment 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.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 5
day of April, 2000, at Miami, Dade County, Florida.

Julio C. Martins
Julio Cesar Martins
Registered Agent

DO MAY -4 AM 10:48
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA