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RICK PETERSON, P.A.  
Certified Public Accountant  
4801 S. University Drive  
Davie, FL 33328  
(954) 434-7511  
(954) 680-1649 fax

August 21, 2000

Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Good Sounds Home Theatre, Inc.

Dear Sir:

Please accept these Articles for filing for the above referenced corporation. An original and two copies are included. Enclosed is a check for \$ 70.00 to cover the filing fee for the articles of incorporation and designation of a registered agent.

Sincerely,

*Rick*  
Rick Peterson

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-08/25/00--01050--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

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00 AUG 25 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FL

8-30  
WAC

Articles of Incorporation  
of

Good Sounds Home Theatre, Inc.

FILED  
00 AUG 25 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLA.

I, the undersigned, hereby make, subscribe and acknowledge this Certificate for the purpose of becoming a Corporation under the Laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the corporation shall be: GOOD SOUNDS HOME THEATRE, INC. and its existence shall be perpetual.

ARTICLE II - BEGINNING OF CORPORATE EXISTENCE

The existence of this corporation shall commence on the date these Articles are filed.

ARTICLE III - PURPOSE

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

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one (\$1.00) dollar par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial agent of this corporation is James McGowan of 2711 NE 47 Street, Light House Point, FL 33064.

The principal office address and the mailing address of the registered agent are the same.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The initial directors of this corporation shall be the Incorporator named below.

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is James McGowan of 2711 NE 47 Street, Light House Point, FL 33064.

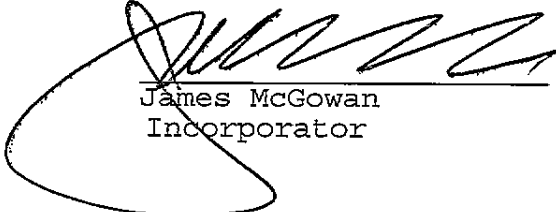
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the full extent permitted by law as the law now exist or may be amended hereafter.

ARTICLE IX - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21th day of August, 2000.



James McGowan  
Incorporator

Oath of Acceptance of Registered Agent:

Having been named as Registered Agent to accept service of process as above, I hereby accept to act in said capacity and agree to comply with requirements of law in said regard including keeping open said office, whose address is James McGowan of 2711 NE 47 Street, Light House Point, FL 33064.

  
James McGowan

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00 AUG 25 AM 8:48  
SECRETARY OF STATE  
TALLAHASSEE, FL