

P00000095072

Law Offices

JAMES A. HORLAND
PENTHOUSE 4 * CITICENTRE
290 NW 165TH STREET
MIAMI, FLORIDA 33169

TELECOPIER
(305) 940-8526

FILED
00 OCT -6 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE
(305) 945-7800

October 5, 2000

VIA FEDERAL EXPRESS

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

Re: A to Z Discount Car Audio, Inc.

600003417086--4
-10/06/00--01088--002
*****70.00 *****70.00

To Whom It May Concern:

Enclosed you will find the following:

1. Original and one copy of Articles of Incorporation;
2. Check payable to the Secretary of State in the amount of \$70.00 to cover \$35.00 filing fee and \$35.00 Registered Agent Fee.

Please file the original and return a stamped-in copy (uncertified) of the Articles of Incorporation in stamped pre-addressed envelope enclosed herewith.

Very truly yours,


James A. Horland

JAH/irp
Enclosures



ARTICLES OF INCORPORATION
OF
A to Z Discount Car Audio, Inc.

FILED
00 OCT -6 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

A TO Z DISCOUNT CAR AUDIO, INC.

The address of the principal office of this corporation shall be 3722 N.E. 200th Street, Aventura, FL 33180, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$.01 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 290 N.W. 165th Street, Penthouse 4 - Citicentre, Miami, Florida 33169, and the name of the initial registered agent of the corporation at that address is JAMES A. HORLAND, ESQUIRE.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. OFFICERS AND DIRECTORS

This corporation shall have at least one officer and one director, initially, or such other number of officers and directors as are set forth in the By-laws of the Corporation. The name and street addresses of the initial officer and director who shall hold office for the first year of the corporation, or until his successors is elected or appointed is:

BARRY DROSSNER
President, Secretary, Treasurer, & Director
3722 N.E. 200th Street
Aventura, FL 33180

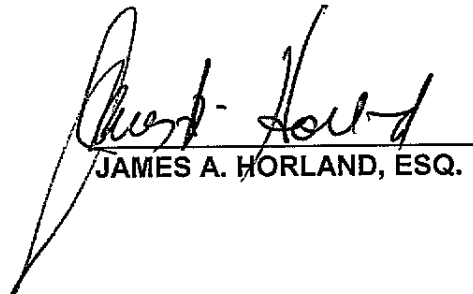
ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

JAMES A. HORLAND, ESQ.
Penthouse 4 * CitiCentre
290 N.W. 165th Street
Miami, Florida 33169

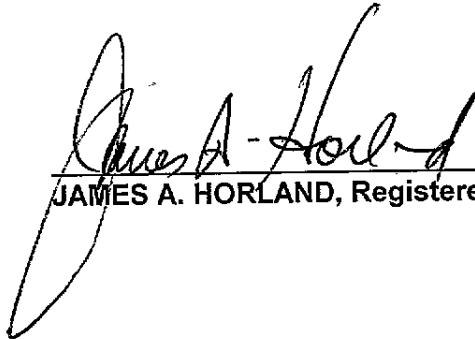
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this

5, day of October, 2000.


JAMES A. HORLAND, ESQ.

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

James A. Horland, having a business office of 290 N.W. 165th St., Suite PH-4, Miami, FL 33169, and having been designated as the Registered Agent in the above foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



JAMES A. HORLAND, Registered Agent

FILED
00 OCT -6 PM 1:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA