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From This portion can be removed  
Date 2/19/01

Sender Name Alton M. White, Jr. Phone 813 223-3951

Company BARR MURMAN TONELLI ET AL

Address 201 E KENNEDY BLVD STE 1750

City TAMPA State FL ZIP 33602

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W01-4098  
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FILED  
2001 MAR -9 AM 11:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

3/12/01



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

March 2, 2001

BARR MURMAN TONELLI ET AL  
ATTN: ALTON M. WHITE, JR.  
201 E KENNEDY BLVD. #1750  
TAMPA, FL 33602

SUBJECT: FRANK SOUND HOLDINGS, INC  
Ref. Number: W01000004098

We have received your document for FRANK SOUND HOLDINGS, INC.  
However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The name of the entity must be identical throughout the document.

The registered agent and street address must be consistent wherever it appears  
in your document.

Please return the original and one copy of your document, along with a copy of  
this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call  
(850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 301A00013046



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 21, 2001

BARR MURMAN TONELLI ET AL  
ATTN: ALTON M. WHITE, JR.  
201 E KENNEDY BLVD. #1750  
TAMPA, FL 33602

SUBJECT: FRANK SOUND HOLDINGS, INC  
Ref. Number: W01000004098

We have received your document for FRANK SOUND HOLDINGS, INC.  
However, the document has not been filed and is being returned for the following:

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(850) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 001A00011009

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**ARTICLES OF INCORPORATION**

2001 MAR -9 AM 11: 26

**OF**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**FRANK SOUND HOLDINGS, INC**

I, the undersigned, being of full age, do hereby, for the purpose of forming and organizing a corporation for profit under the provisions of the Corporation Laws of the State of Florida, adopt and declare the following Articles of Incorporation covering the existence and organization of the corporation.

**ARTICLE I - NAME**

The name of this corporation shall be: **FRANK SOUND HOLDINGS, INC**

**ARTICLE II - DURATION**

The existence of this corporation shall begin upon the filing with the Secretary of State's office, and thereafter the existence of this corporation shall be perpetual.

**ARTICLE III - PURPOSE**

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation shall be as follows:

- a. To engage in the general business of and any other lawful business under the corporate laws of the State of Florida.
- b. To own real and personal property necessary for the rendering of the above services.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) per value common stock. Each of the said shares of stock shall entitle the holder thereof to One (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty (30) persons.

#### **ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is **5020 West Cypress Street, Suite 100, Tampa, FL 33607**, and the name of the initial registered agent of this corporation is: **ALTON M. WHITE, JR.**

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

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws. The name and address of the initial director of this corporation is:

**Gerald C. Gonzalez, President  
5020 West Cypress Street., Suite 100  
Tampa, FL 33607**

#### **ARTICLE VII**

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

#### **ARTICLE VIII - ISSUANCE OF SHARES**

The shares of capital stock of this corporation shall be issued initially to:

100 Shares

**ARTICLE IX - AMENDMENTS**

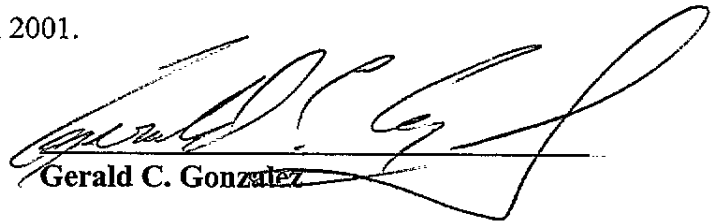
The right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, is reserved unto the shareholders.

**ARTICLE X - SUBSCRIBERS**

The name and address of the subscriber to these Articles of Incorporation is:

**Gerald C. Gonzalez**

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 13<sup>th</sup> day of February, 2001.

  
Gerald C. Gonzalez

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 13<sup>th</sup> day of February, 2001, personally appeared **GERALD C. GONZALEZ**, to me well known to be the person described and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.



NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE  
My Commission Expires:




Debra A. Cole  
MY COMMISSION # CC767792 EXPIRES  
August 16, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

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:

That **FRANK SOUND HOLDINGS, INC.**, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at **5020 West Cypress Street, Suite 100, Tampa, FL 33607**, has named **Alton M. White, Jr.**, as its Agent to Accept Service of Process within Florida.

  
ALTON M. WHITE, JR.

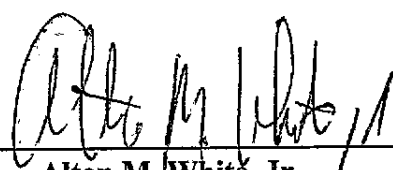
TITLE:

DATE:

3/8/01

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.

Dated this 5 day of March, 2001

  
Alton M. White, Jr.  
Resident Agent

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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