78/800053422 TRANSMITTAL LETTER

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



SUBJECT: CAR AUDIO FLORIDA, INC.

(Proposed corporate name - must include suffix)

400004273834--0 -05/21/01--01126--011 *****70.00 ******70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee

\$78.75

Filing Fee &

Certificate of

Status

□\$78.75

\$87.50

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

FROM: BENJAMIN HAMDORF

Name (Printed or typed)

838 60TH AVENUE NE

Address

ST.PETERSBURG, FL 33703

City, State & Zip

(727) 548-5553

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CAR AUDIO FLORIDA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8617 49TH STREET PINELLAS PARK, FL 33782

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND (1,000) SHARES OF ONE DOLLAR (\$1.00) COMMON STOCK

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS. The name and address of the initial registered agent is:

BENJAMIN HAMDORF 838 60TH AVENUE NE ST.PETERSBURG, FL 33703

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

BENJAMIN HAMDORF 838 60TH AVENUE NE ST.PETERSBURG, FL 33703

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is CAR AUDIO FLORIDA, TNC.	SECTION A
2.	The name and address of the registered agent and office is:	N21 PM
	BENJAMIN HAMDORF (NAME)	21 ATE 3. 56
	838 60TH AVENUE NE (P. O. Box or Mail Drop Box NOT ACCEPTABLE)	·
	ST.PETERSBURG, FL 33703 (CITY/STATE/ZIP)	

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

Mey 5-18-01
(DATE)