

TRANSMITTAL LETTER

PD1000054697

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

400004323844--9
-05/25/01--01083--019
*****78.75 *****78.75

SUBJECT: ETC-AUDIO CONCEPTS INC
(Proposed corporate name - must include suffix)

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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: PATRICIA CRYAN
Name (Printed or typed)

2501 WESTGATE AVENUE No.
Address

WPB FL 33409
City, State & Zip

561-795-8299
Daytime Telephone number

01 MAY 25 PM 12:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

G. BULLOCK JUN 04 2001

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

ARTICLES OF INCORPORATION

of

ETC-AUDIO CONCEPTS INC.

FILED

01 MAY 25 PM 12:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, have executed the following document as incorporator of the above named corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **ETC-AUDIO CONCEPTS INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing of the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares." Patricia Cryan shall be issued 550 share of common stock and Eric T. Cryan shall be issued 450 shares of common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is 2501 Westgate Avenue #5 West Palm Beach FL 33409 and the name of the initial registered agent of this corporation at that address is PATRICIA CRYAN.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have (2) Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses for the initial Board of Directors of this corporation are:

Name: PATRICIA CRYAN
Title: PRESIDENT
Address: 2501 WESTGATE AVENUE #5
WEST PALM BEACH FL 33409

Name: ERIC T. CRYAN
Title: VICE-PRESIDENT
Address: 2501 WESTGATE AVENUE #5
WEST PALM BEACH FL 33409

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

Name: PATRICIA CRYAN
Address: 2501 WESTGATE AVENUE #5
WEST PALM BEACH FL 33409

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE X AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of incorporation this 22, day of MAY 2001.


PAT CRYAN, Subscriber

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared PAT CRYAN, who proved to me by identification that she is the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed such Articles of Incorporation.

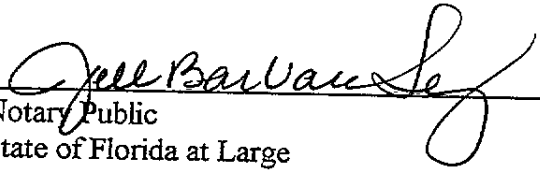
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal
in the State of Florida and County of Palm Beach FL aforesaid, this 22 day of MAY
2001.

My commission expires:

(Seal)



Jill Barbara Levy
My Commission CC697057
Expires November 29, 2001



Notary Public
State of Florida at Large

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION COMPANY SUBMITS THE
FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND
REGISTERED AGENT IN THE STATE OF FLORIDA.

FIRST THAT ETC-AUDIO CONCEPTS INC. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT 2501 WESTGATE AVENUE #5 WEST PALM BEACH FL 33409, STATE
OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

SIGNATURE



PAT CRYAN - REGISTERED AGENT

DATE: MAY 30 2001

FILED

01 MAY 25 PM 12:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA