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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAR 13 AM 10:41

March 8, 2002

SECRETARY OF STATE
DIVISION OF CORPORATIONS
STATE OF FLORIDA
409 E. Gaines Street
Tallahassee, FL 32399

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-03/13/02--01041--001
*****70.00 *****70.00

RE: AUDIOPIPE USA, INC.

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER
WITH A COPY OF SAID ARTICLES FOR AUDIOPIPE USA, INC.
AND A CHECK IN THE AMOUNT OF \$ 70
FOR THE FOLLOWING:

FILING FEE
CHARTER TAX
REGISTERED AGENT

PLEASE BE ADVISED THAT I DO NOT REQUEST A CERTIFIED COPY OF
THE ARTICLES OF INCORPORATION.

RESPECTFULLY SUBMITTED,

Andrew SeBoff
ANDREW LEBOFF, INCORPORATOR

AUDIOPIPE USA INC
5821 WOODLAND POINT DRIVE
TAMARAC FL 33309

nu 3/20

ARTICLES OF INCORPORATION
AUDIOPIPE USA, INC.

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The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

FIRST: The name of the corporation is:

AUDIOPIPE USA, INC.

SECOND: The corporation may engage in the transaction of any and all lawful activity or business for which corporations may be incorporated and permitted under the laws of the United States and of the State of Florida.

THIRD: The aggregate number of shares of stock that this corporation is authorized to issue is ONE THOUSAND SHARES of one class only: Common stock having NO par value.

FOURTH: The street address of the initial principal office of the corporation is 5821 Woodland Point Drive, Tamarac Florida 33309.

FIFTH: The name and street address of the member of the first Board of Directors is identical to that of the incorporator shown in paragraph six.

SIXTH: The name and address of the incorporator:

NAME
Andrew Leboff

ADDRESS
5821 Woodland Point Drive
Tamarac, FL 33309

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of March, 2002.

Andrew Leboff
Andrew Leboff

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ARTICLES OF INCORPORATION

AUDIOPIPE USA, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Florida Statutes, the following is submitted, in compliance therewith;

FIRST: That AUDIOPIPE USA, Inc., desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation, in the city of Tamarac, County of Broward, State of Florida, has named Andrew Leboff, located at 5821 Woodland Point Drive, Tamarac, Florida 33309, as its agent to accept services of process within this state.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

BY:

Andrew Leboff

Andrew Leboff, Registered Agent