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June 4, 2002

Secretary of State  
State of Florida  
P. O. Box 6327  
Tallahassee, FL 32314

Attn: Division of Corporations

Re: Sound Technologies International, Inc.

Dear Sir:


600005725016--3  
-06/07/02--01021--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed are:

1. An original and one copy of the Articles of Incorporation of Sound Technologies International, Inc.
2. A check in the amount of \$78.75 as payment for the filing fees, charter tax, certified copy of the Articles of Incorporation and designation of registered agent.

Please record and file the original Articles of Incorporation and the designation of registered agent. Certify the copy of the Articles and return it to me. I will appreciate your cooperation in this matter.

Sincerely yours,

  
Michael A. Rosen

MAR:ng

Enclosures

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FILED  
2002 JUN - 7 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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Jf 6/7/02

**FILED**

**ARTICLES OF INCORPORATION**

2002 JUN -7 PM 2: 34

**OF**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**SOUND TECHNOLOGIES INTERNATIONAL, INC.**

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

**ARTICLE I: NAME AND MAILING ADDRESS**

The name of the corporation is **SOUND TECHNOLOGIES INTERNATIONAL, INC.**, and the corporation's initial mailing address is 6927 N.W. 82<sup>nd</sup> Avenue, Miami, FL 33166.

**ARTICLE II. DURATION**

This corporation shall have perpetual existence, commencing on the date of filing of these Articles.

**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 7,500 shares of common stock, each share having a par value of One Dollar (\$1.00).

**ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 6927 N.W. 82<sup>nd</sup> Avenue, Miami, Florida 33166, and the name of the initial registered agent of this corporation at that address is **SHARON G. ROCK**.

**ARTICLE VI. INITIAL BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

**SHARON G. ROCK**

6927 N.W. 82<sup>nd</sup> Avenue  
Miami, FL 33166

**ARTICLE VII. SUBSCRIBER**

The name and address of the subscriber of these Articles of Incorporation is: **SHARON G. ROCK**, 6927 N.W. 82<sup>nd</sup> Avenue, Miami, Florida 33166.

**ARTICLE VIII. AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. In order to be effective, every amendment must be approved by the holders of a majority of the stock entitled to vote thereon at a meeting of stockholders called for such purpose, unless all the stockholders entitled to vote sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

4<sup>th</sup> IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation this day of June, 2002.

*Sharon G. Rock*

SHARON G. ROCK

STATE OF FLORIDA )

: ss. )

COUNTY OF MIAMI-DADE )

The foregoing instrument was acknowledged before me this 4<sup>th</sup> day of June, 2002, by **SHARON G. ROCK**, who is personally known to me or who has produced (type of identification) as identification and who did not take an oath.

*Nancy Ginart*  
Signature of person taking acknowledgment

*Nancy Ginart*  
Name of acknowledger typed, printed or stamped

Notary Public

Title or rank



Nancy Ginart  
My Commission CC998520  
Expires March 13, 2005

Yahr4541.4

CERTIFICATE OF REGISTERED AGENT

FILED

2002 JUN -7 PM 2: 34

OF

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

SOUND TECHNOLOGIES INTERNATIONAL, INC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR SOUND TECHNOLOGIES INTERNATIONAL, INC., AT THE PLACE DESIGNATED, 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.

  
SHARON G. ROCK

DATE: June 4, 2002

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