

Division of Corporations

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P02000076166**Florida Department of State**

Division of Corporations

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Katherine Harris, Secretary of State

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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : CORPORATION SERVICE COMPANY

Account Number : I20000000195

Phone : (850)521-1000

Fax Number : (850)521-1030

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**FACTORY DIRECT AUDIO, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

**ARTICLES OF INCORPORATION
FOR
FACTORY DIRECT AUDIO, INC.**

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit):

ARTICLE I NAME:

The name of the corporation shall be Factory Direct Audio, Inc.

ARTICLE II PRINCIPAL OFFICE:

The principal place of business/mailling address is:

2649 Lake Drive, Unit 3
Singer Island, FL 33404

ARTICLE III PURPOSE:

The purpose for which the corporation is organized is the distribution and sale of electronics and to engage in any and all activities related or incidental thereto and any other lawful act under Chapter 607 and/or Chapter 621, F.S. (Profit).

ARTICLE IV SHARES:

The number of shares of stock is 1,000.

ARTICLE V INITIAL OFFICERS/DIRECTORS (optional):

Scott Mizener, President
2649 Lake Drive, Unit 8
Singer Island, FL 33404

Robert Kochan, CEO
2649 Lake Drive, Unit 8
Singer Island, FL 33404

ARTICLE VI REGISTERED AGENT:

The name and Florida street address of the registered agent is:

Scott Mizener
2649 Lake Drive, Unit 8
Singer Island, FL 33404

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ARTICLE VII INCORPORATOR:

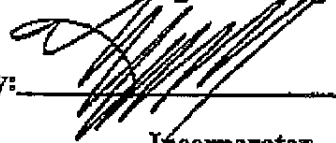
The name and address of the Incorporator is:

Gaetano C Lanciano, Esq.
DeCotlis, FitzPatrick, Gluck & Cole, LLP
50 West State Street, Suite 1104
Trenton, New Jersey 08608

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By: 
Signature/Registered Agent

10 July 02
Date

By: 
Incorporator

7/11/02
Date

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