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(Requestor's Name)

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(Address)

**EFFECTIVE DATE**

12-20-02

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

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☐ MAIL

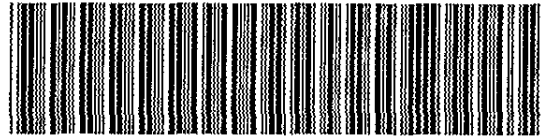
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

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TALLAHASSEE, FLORIDA

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**WILLIAM S. GRAESSLE & ASSOCIATES, P.A.**

ATTORNEYS AND COUNSELORS

OLD MOROCCO BUILDING • 219 NEWMAN STREET - 4TH FLOOR • JACKSONVILLE, FLORIDA 32202

WILLIAM S. GRAESSLE  
THOMAS J. FRASER, JR.

December 20, 2002

TELEPHONE (904) 353-6333  
FACSIMILE (904) 353-2080  
graessle@suninternet.com  
tjfraser@suninternet.com

**Via Federal Express**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

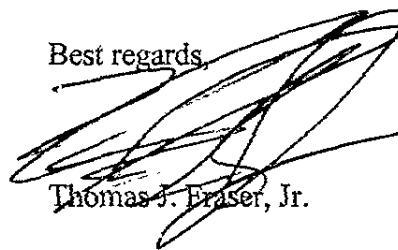
Re: Corporate Formation

Dear Sir or Madam:

Please find enclosed herewith the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office for "**EXPRESSION HOME THEATER, INC.**" Also, please find a check in the amount of \$70.00 enclosed herewith for the filing fees for the enclosed Articles of Incorporation and Certificate of Designation of Registered Agent. Please file stamp the enclosed copy and return it to me in the enclosed self-addressed stamped envelope.

Please contact me should you have any questions or comments regarding this matter, and Happy Holidays.

Best regards,

A handwritten signature in black ink, appearing to be 'Thomas J. Fraser, Jr.', written over a horizontal line.

Thomas J. Fraser, Jr.

Enclosures

cc: Jeffrey R. LaPeters

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
"EXPRESSION HOME THEATER, INC."**

These Articles of Incorporation (the "Articles"), effective as of this 20<sup>th</sup> day of December, 2002, by the undersigned incorporator (the "Incorporator"), who submits these Articles for the purpose of forming a corporation (the "Corporation"), which shall engage in the lawful conduct of business both within and without the State of Florida, and who hereby declares and certifies that the statements contained herein are true and correct.

Name. The name of the Corporation shall be "EXPRESSION HOME THEATER, INC."

Initial Street Address. The initial street address of the principal office of the Corporation shall be 2651 Aldersgate Road, Jacksonville, FL 32226.

Initial Mailing Address. The initial mailing address of the Corporation shall be P.O. Box 8248, Jacksonville, FL 32239.

Authorized Shares. The Corporation shall have a maximum Ten Thousand (10,000) authorized shares, with each share having a par value of One Cent (\$.01).

Preemptive Rights. The Corporation may have preemptive rights as provided in a shareholders' agreement entered into by and among the shareholders and the Corporation.

Initial Registered Agent. The initial registered agent of the Corporation shall be Thomas J. Fraser, Jr., Esq.

Initial Registered Office. The street address of the initial registered office shall be 219 Newnan Street, Fourth Floor, Jacksonville, FL 32202.

Initial Board of Directors. The members of the initial board of directors of the Corporation, who shall hold office until their successors are legally elected or appointed, shall be:

Jeffrey R. LaPeters  
2651 Aldersgate Road  
Jacksonville, FL 32226

Incorporator. The Incorporator of the Corporation is Thomas J. Fraser, Jr., Esq. The Incorporator's street and mailing address is 219 Newnan Street, Fourth Floor, Jacksonville, FL 32202.

  
THOMAS J. FRASER, JR., ESQ.  
Incorporator

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

This Certificate of Designation Registered Agent/Registered Office is executed this 20<sup>th</sup> day of December, 2002, pursuant to section 607.0501, Florida Statutes, the below-named 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.

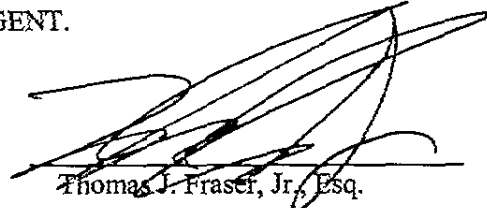
The name of the corporation is:

**EXPRESSION HOME THEATER, INC.**

The name and address of the registered agent and office are:

Thomas J. Fraser, Jr., Esq.  
219 Newnan Street  
Fourth Floor  
Jacksonville, FL 32202

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.



Thomas J. Fraser, Jr., Esq.

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