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(Requestor's Name)

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(City/State/Zip/Phone #)

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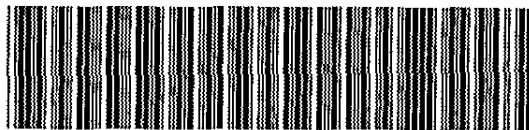
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2003 MAR -6 PM 1:49  
OFFICE OF STATE  
TALLAHASSEE FLORIDA

3/10/03

**TIMOTHY NICHOLAS THOMES, P.A.**  
ATTORNEY AND COUNSELOR AT LAW

99198 OVERSEAS HIGHWAY, SUITE 8  
P.O. BOX 3318  
KEY LARGO, FLORIDA 33037  
PHONE (305) 451-4053 FAX (305) 451-3768  
E-MAIL: TINTHOMES@AOL.COM

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 14, 2003

Secretary of State  
Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

Re: ARTICLES OF INCORPORATION  
AUDIO DESIGNS, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation of the above-referenced corporation. Also enclosed is our firm's check in the amount of \$78.75.

Please send a copy of the Articles of Incorporation in the self-addressed, stamped envelope I have enclosed for your convenience.

Thank you for your attention to this matter.

Very truly yours,

TIMOTHY NICHOLAS THOMES, P. A.



Timothy Nicholas Thomes, Esquire  
TNT/jea

Enclosures



FLORIDA DEPARTMENT OF STATE  
Ken Detzner  
Secretary of State

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

February 25, 2003

TIMOTHY NICHOLAS THOMES, ESQ.  
POST OFFICE BOX 3318  
KEY LARGO, FL 33037

SUBJECT: AUDIO DESIGNS, INC.  
Ref. Number: W03000005470

We have received your document for AUDIO DESIGNS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Document Specialist  
New Filings Section

Letter Number: 403A00012163

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

03 MAR -6 AM 10:56

RECEIVED

ARTICLES OF INCORPORATION  
OF  
AUDIO DESIGNS OF THE KEYS, INC.

FILED

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is AUDIO DESIGNS OF THE KEYS, INC.

ARTICLE II

This corporation shall exist perpetually.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business. The specific nature of the corporation's business is car audio installation. The corporation's principal office and mailing address is 131 Tequesta Street, Tavernier, Florida 33070.

ARTICLE IV

This corporation is authorized to issue 100 shares of one dollar (\$1.00) par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 99198 Overseas Highway, Suite # 8, Key Largo, Florida 33037, and the name of the initial registered agent of this corporation is Timothy Nicholas Thomes, 99198 Overseas Highway, Suite 8, Key Largo, Florida 33037, whose mailing address is P. O. Box 3318, Key Largo, Florida 33037.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his/her pro rata share (as nearly as may be done without issuance of fractional share) at the price at which it is offered to others.

## ARTICLE VII

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and home addresses of the initial directors of this corporation are:

John R. Brehm, Jr. 131 Tequesta Street  
Tavernier, Florida 33070


## ARTICLE VIII

The name and address of the person signing these articles are: Timothy Nicholas Thomes, Esq. 99198 Overseas Highway, Suite # 8, P. O. Box 3318, Key Largo, Florida 33037.

## ARTICLE IX

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment to them, and any right conferred in these articles of incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 3rd day of March 2003.

  
Timothy Nicholas Thomes, Subscriber

STATE OF FLORIDA )  
COUNTY OF MONROE )

I hereby certify that on this 3rd day of March 2003, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared TIMOTHY NICHOLAS THOMES, to me well known to be the person described as subscriber and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation and he did take an oath.



Jennifer Farrar  
MY COMMISSION # DD127163 EXPIRES  
August 20, 2006  
BONDED THRU TROY FAIR INSURANCE, INC

  
NOTARY PUBLIC

My Commission Expires:  
My Commission Number Is.

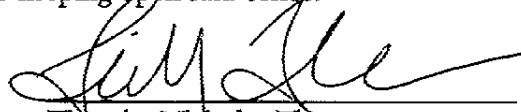
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

In pursuance of Florida Statutes, the following is submitted, in compliance with said Act.

First - AUDIO DESIGNS OF THE KEYS, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Key Largo, County of Monroe, State of Florida, has named TIMOTHY NICHOLAS THOMES, ESQ., located at 99198 Overseas Highway, Suite 8, Key Largo, Florida 33037, County of Monroe, as its agent to accept service of process with this State.

ACKNOWLEDGMENT

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

  
Timothy Nicholas Thomes

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CLERK OF STATE  
TALLAHASSEE FLORIDA