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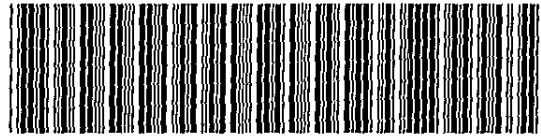
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRASMITTAL LETTER

Department of State
Division of Corporations
P. O. Box #6327
Tallahassee, FL 32314.

Subject: **"C. & V. AUDIO SOUND, INC."**

Enclose in an original and copy of articles of incorporation and a check for:

.....\$70.00 Filing Fee.
.....☒\$78.75 Filing Fee and Certificate.
.....\$122.50 Filing Fee and Certificate Copy.
.....\$131.25 Filing Fee, Certificate Copy and Certificate.



.....
MERCEDES CRUZ
7717 SANIBEL DRIVE
TAMARAC, FLORIDA 33321.

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ARTICLES OF INCORPORATION

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I – NAME.

The name of the incorporation shall be:

"C. & V. AUDIO SOUND, INC."

Article II – PRINCIPAL OFFICE.

The principal place of business address is:

**3291 W SUNRISE BLVD., #FW-13
FT. LAUDERDALE, FL. 33311.**

And, the mail address is:

**7717 SANIBEL DR.
TAMARAC, FL. 33321.**

Article III – PURPOSE.

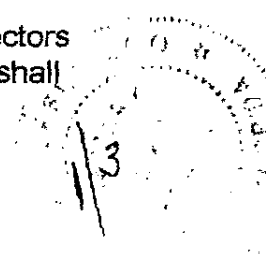
The corporation is organized for the purpose of engaging in any activities of business permitted under the laws of the United States of America and the State of Florida.

Article IV – SHARES.

The corporation is authorize to issued **ONE THOUSAND (1,000)** shares of **ONE DOLLAR (\$1.00)** par value Common Stock, which shall be designated "Common Shares".

Article V – INITIAL OFFICER/DIRECTORS.

This corporation shall have **ONE (1)** director(s) initially. The number of directors may be either increased of diminished from time to time by the by-laws, but shall



never be less than ONE (1). The names and addresses of the initial director(s) of corporation are as follow:

JUAN DIAGO (PRESIDENT)
2491 OAK GARDEN LANE
HOLLYWOOD, FLORIDA 33020.

MERCEDES CRUZ (VICE-PRESIDENT)
7717 SANIBEL DRIVE
TAMARAC, FLORIDA 33321.

ELVIS MORENO (DIRECTOR)
8549 SW 16TH PLACE
DAVIE, FLORIDA 33314.

Article VI – REGISTERED AGENT.

The name and street address of the Registered Agent of this corporation is:

MERCEDES CRUZ (VICE-PRESIDENT)
7717 SANIBEL DRIVE
TAMARAC, FLORIDA 33321.

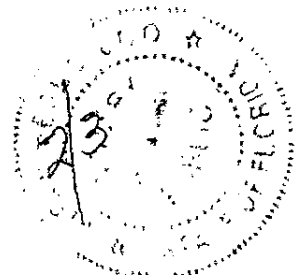
Article VII – INCORPORATORS.

The name(s) and address(s) of the persons(s) signing these articles of incorporation are as follow:

JUAN DIAGO (with 3,000 shares))
2491 OAK GARDEN LANE
HOLLYWOOD, FLORIDA 33020.

MERCEDES CRUZ (with 1,500 shares)
7717 SANIBEL DRIVE
TAMARAC, FLORIDA 33321.

ELVIS MORENO (with 1,500 shares)
8549 SW 16TH PLACE
DAVIE, FLORIDA 33314.

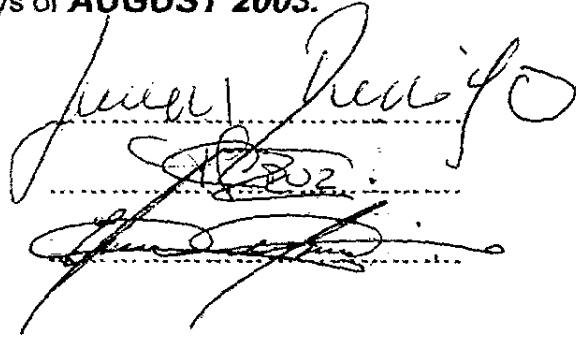


WHITNESS WHEREOF, the undersigned subscriber(s) have execute these articles of incorporation these **29** days of **AUGUST 2003**.

JUAN DIAGO

MERCEDES CRUZ

ELVIS MORENO



STATE OF FLORIDA
COUNTY OF BROWARD

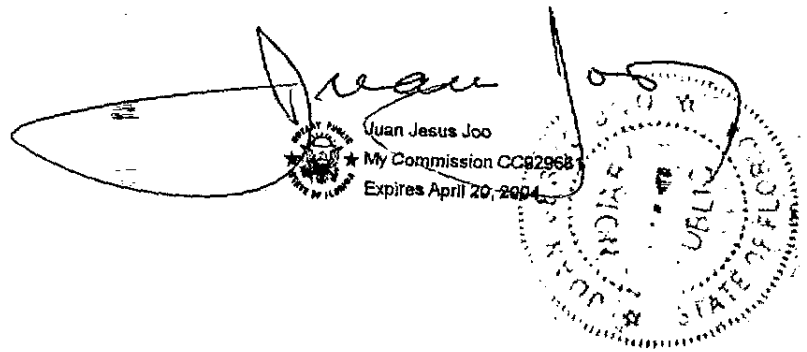
Before me, a Notary Public authorizes to take acknowledgements in the State and County set for above, personally appeared:

JUAN DIAGO, MERCEDES CRUZ and ELVIS MORENO.

Known to me and known to be the person(s) who executed the foregoing articles of incorporation, and who knowledge before me that has execute these articles of incorporation named **"C. & V. AUDIO SOUND, INC."**

Witness whereof, I have hereunto affixed my hand and seal in the State and County aforesaid, this **29** days of **AUGUST 2003**.

(Notary Public).



Juan Jesus Joo
My Commission CC82968
Expires April 20, 2004

CERTIFICATE AND ACKNOWLEDGMENT

REGISTERED AGENT OF

"C. & V. AUDIO SOUND, INC."

Pursuant to Florida Statutes Section 48.901 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the articles of incorporation, has name:

**MERCEDES CRUZ
7717 SANIBEL DRIVE
TAMARAC, FLORIDA 33321.**

Located at the aforesaid address, as its REGISTERED AGENT to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service 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 provision of Florida Law in keeping open said office.


.....
MERCEDES CRUZ

STATE OF FLORIDA * COUNTY OF BROWARD

The foregoing instrument was acknowledged and subscribed before me, on this date **AUG 29 2003**

By MERCEDES CRUZ

Type of Identification

Personally known



Juan Jesus Joo
My Commission CC#29681
Expires April 20, 2004

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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