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A.B.S. OF JACKSONVILLE, Inc.

7628-5 103rd Street Jacksonville, FL 32210 904-777-1533

TRANSMITTAL LETTER

Department of State
Division Of Corporations
P.O. BOX 6327
Tallahassee, FL 32314

RE: Articles of Incorporation

Dear Sir:

Please find enclosed the original and 1 copy of the Articles of Incorporation for a new For-profit corporation. Please issue a Certificate of Status for this corporation.

If you have any questions, please contact me at 904-777-1533.

Regards

Jeffrey L. Hill ABS Of Jacksonville 7628-5 103rd St. Jacksonville, FL 32210

ARTICLES OF INCORPORATION OF Warner Home Cabling, Inc.

The undersigned incorporator's, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation shall be: Warner Home Cabling, Inc.

ARTICLE II. PRINCIPAL OFFICE

Its principal place of business and mailing address of this corporation shall be:

1250A Monticelo Avenue Orange Park, FL 32073

ARTICLE III, PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV. SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is:

100 shares having a par value of one dollar (\$1.00) per share.

ARTICLE Y. INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Anthony E. Warner. 1250A Monticelo Avenue Orange Park, FL 32073



ARTICLE VL. INCORPORATOR(S)

The name and address of the incorporator(s) to these Articles of Incorporation are:

Anthony E. Warner 1250A Monticelo Avenue Orange Park, FL 32073

ARTICLE VII. INITIAL OFFICERS/DIRECTORS

The name(s), address(es) and title(s) of this corporation is/are as follows:

President Anthony E. Warner 1250A Monticelo Avenue Orange Park, FL 32073

ARTICLE VIII. LIABILITY OF STOCKHOLDERS

The private property of the stockholders shall not be subject to the payment of corporate debts.

<u>ARTICLE IX. AMENDMENTS</u>

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation or any amendment hereto and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator(s) has executed these Articles of Incorporation, this 5th day of day of , 2003.

Anthony E. Warner, Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place of 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

Anthony E. Warner/ Registered Agent

Date