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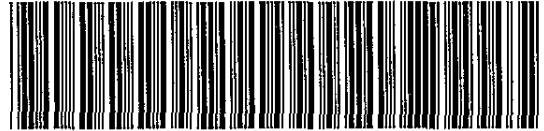
(Business Entity Name)

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1-27-04

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Mark Thompson  
P O Box 1387  
Auburndale FL 33823-1387

January 15, 2004

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee FL 32399-6503

Subject: Audio Zone, Inc.

Attached please find an original and one (1) copy of the Articles of Incorporation of *Audio Zone, Inc.. Certificate of designation Registered Agent/ Registered Office* and a check for the amount of \$78.75.

From: Mr Mark S Thompson  
P O Box 1387  
Auburndale FL 33823-1387  
(863) 802-0854  
Cell: (863) 255-7088  
FAX: (863) 551-3551

# ARTICLES OF INCORPORATION

OF

AUDIO ZONE, INC.

## ARTICLE ONE

The name of the Corporation is Audio Zone, Inc.

## ARTICLE TWO

The Corporation shall be effective January 15, 2004. The period of its duration is perpetual.

## ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

## ARTICLE FOUR

The classes, number and par value of shares which the corporation shall have authority to issue without further report to the Secretary of State are:

Class of Shares:	Number of Shares:	Par Value of Shares
Common	50,000	\$1.00
Preferred Series A: 8% Cumulative Nonparticipating	10,000	\$100.00
Preferred Series B: 6% Cumulative Participating Convertible	20,000	\$50.00

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## **ARTICLE FIVE**

The principal place of business and mailing address of this corporation shall be 9901 South Orange Bloom Trail, Orlando, Florida 32837.

## **ARTICLE SIX**

The street address of its initial registered office is 9901 South Orange Bloom Trail, Orlando, Florida, and the name of its initial registered agent at such address is Emad Taha.

## **ARTICLE SEVEN**

The number of directors constituting the initial Board of Directors is two, and the name and address of the person who is to serve as director until the first annual meeting of the shareholders or until the director's successor is elected and qualified is:

Name:	Mailing Address:
Emad Taha	9901 South Orange Bloom Trail, Orlando, Florida
Hanni Taha	29850 Aspen Court, Canyon Lake, California

## **ARTICLE EIGHT**

The Board of Directors is empowered to make, alter, or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

## **ARTICLE NINE**

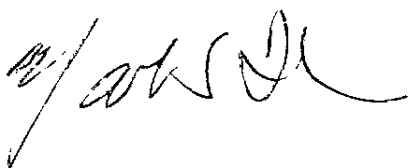
The name and address of the incorporator is:

Name:	Mailing address:
Mark Thompson	P O Box 1387, Auburndale, Florida 33823-1387

## ARTICLE TEN

The powers of the incorporator ceases upon the filing of the Articles of Incorporation

The undersigned has executed these Articles of Incorporation this Fifteenth Day of January, 2004.

A handwritten signature in black ink, appearing to read "M. J. [unclear]".

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501,  
FLORIDA STATUTES, THE UNDERSIGNED 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.

1. The name of the corporation is Audio Zone, Inc.
2. The name and address of the Registered Agent and office is:

Emad Taha  
9901 South Orange Bloom Trail  
Orlando, Florida 32837

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*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.*

Signed this Fifteenth day of January, 2004



Emad Taha  
REGISTERED AGENT