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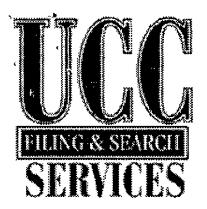


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April 8, 2004

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

The Audio/Visual Guy, Inc.

		· · · · · · · · · · · · · · · · · · ·
	Filing Evidence □ Plain/Confirmation Copy	Type of Document y □ Certificate of Status
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	NEW FILINGS	AMENDMENTS
X	Profit	Amendment
	Non Profit	Resignation of RA Officer/Director
	Limited Liability	Change of Registered Agent
	Domestication	Dissolution/Withdrawal
	Other	Merger
	OTHER FILINGS	REGISTRATION/QUALIFICATION
	Annual Reports	Foreign
	Fictitious Name	Limited Liability
	Name Reservation	Reinstatement
	Reinstatement	Trademark

Other

ARTICLES OF INCORPORATION

OF

The Audio/Visual Guy, Inc.

FILED

The undersigned incorporator, 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: The Audio/Visual Guy, Inc.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE II PRINCIPAL OFFICE

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

296 S.W. Glenwood Dr. Pt. St. Lucie, Florida 34984

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1500 at \$0.01 par value per share.

ARTICLE IV INITIAL DIRECTORS

The name(s) and address(s) of the initial Director(s) is/are:

Dean Lopes 296 S.W. Glenwood Dr. Pt. St. Lucie, Florida 34984

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Candace Lopes 296 S.W. Glenwood Dr. Pt. St. Lucie, Florida 34984

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Nellie Akalp 30141 Agoura Rd., Suite 205 Agoura Hills, California 91301

Nellie Akalp, Incorporator

<u> 1.5.04</u>

Date

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.

Candace Lopes, Registered Agent

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Date