

Florida Department of State  
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To:

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Fax Number : (850)205-0381

From:

Account Name : ROGERS, TOWERS, BAILEY, ET AL  
Account Number : 076666002273  
Phone : (904)398-3911  
Fax Number : (904)396-0663

**FLORIDA PROFIT CORPORATION OR P.A.**

**Audio Addiction, Inc.**

|                       |         |
|-----------------------|---------|
| Certificate of Status | 0       |
| Certified Copy        | 0       |
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**ARTICLES OF INCORPORATION  
OF  
AUDIO ADDICTION, INC.**

**ARTICLE I - NAME**

The name of the corporation is: Audio Addiction, Inc. (the "Corporation").

**ARTICLE II - ADDRESS**

The address of the principal office and mailing address of the Corporation is 9925 Beach Blvd., Jacksonville, Florida 32246-4705.

**ARTICLE III - CAPITAL STOCK**

This Corporation is authorized to issue 1,000 shares of common stock, all of which shall be of the par value of \$.01 per share.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 3444 Remler Drive, Jacksonville, Florida 32223, and the name of its initial registered agent at such address is Ryan D. McGarvey.

**ARTICLE V - INITIAL BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of this Corporation shall be two, and the name and address of such persons who are to serve as members thereof are:

| NAME               | ADDRESS  |
|--------------------|--|
| Matthew E. Garbett | 11590 Summer Haven Blvd., North<br>Jacksonville, Florida 32258 |
| Ryan D. McGarvey   | 3444 Remler Drive<br>Jacksonville, Florida 32223               |

**ARTICLE VI - INCORPORATOR**

The name and address of the Incorporator are Ryan D. McGarvey, 3444 Remler Drive, Jacksonville, Florida 32223.

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**ARTICLE VII - AMENDMENT**

This Corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30<sup>th</sup> day of November, 2004.

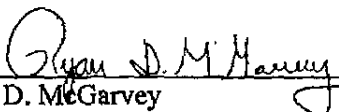
  
\_\_\_\_\_  
Ryan D. McGarvey  
Incorporator

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

Pursuant to the provisions of section 607.0501, Florida Statutes, the below named 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 Addiction, Inc.
2. The name and address of the registered agent and office are Ryan D. McGarvey, 3444 Remler Drive, Jacksonville, Florida 32223.

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.

  
\_\_\_\_\_  
Ryan D. McGarvey  
Registered Agent

Date: 11/30/2004

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