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From:

Account Name : BUSINESS FILINGS
Account Number : 105256001620
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FLORIDA PROFIT CORPORATION OR P.A.

TSP Systems Inc.

Certificate of Status	0
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FAX AUDIT # H050000178343

ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

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ARTICLE I NAME

The name of the corporation shall be: **TSP Systems Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
7110 Victoria Circle, University Park, Florida 34201.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: Development of systems and software packages related to audio and all other business activities permitted by law.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$0.01.

ARTICLE V OFFICERS/DIRECTORS

The initial directors of the corporation are:

Edwin Williams, 7110 Victoria Circle, University Park, Florida 34201

Elizabeth Coffin, 6 Ipswich Street, Billerica, Massachusetts 01862

The initial officers of the corporation are:

Edwin Williams, President, 7110 Victoria Circle, University Park, Florida 34201

Elizabeth Coffin, Vice-President, 6 Ipswich Street, Billerica, Massachusetts 01862

Edwin Williams, Secretary, 7110 Victoria Circle, University Park, Florida 34201

Elizabeth Coffin, Treasurer, 6 Ipswich Street, Billerica, Massachusetts 01862

ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Edwin Williams, 7110 Victoria Circle, University Park, Florida 34201. Located in the County of Manatee.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Business Filings Incorporated, Mark Schiff, AVP, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: Edwin A. Williams
Edwin Williams

Date: January 11, 2005

Signature: Mark Schiff
Business Filings Incorporated, Incorporator
Mark Schiff, AVP

Date: January 11, 2005

The document was prepared by: Business Filings Incorporated, Mark Schiff, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

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