

**Electronic Articles of Incorporation
For**

P05000012778
FILED
January 25, 2005
Sec. Of State
mdickey

AUDIO AMERICA USA, CORP.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

AUDIO AMERICA USA, CORP.

Article II

The principal place of business address:

8100 SW 81 DRIVE
SUITE 275
MIAMI, FL. 33143

The mailing address of the corporation is:

8100 SW 81 DRIVE
SUITE 275
MIAMI, FL. 33143

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

10,000

Article V

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

OSCAR BECERRA
8100 SW 81 DRIVE
SUITE 275
MIAMI, FL. 33143

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: OSCAR BECERRA

Article VI

The name and address of the incorporator is:

OSCAR BECERRA
8100 SW 81 DRIVE
SUITE 275
MIAMI, FL 33143

Incorporator Signature: OSCAR BECERRA

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P, D
MATIAS E ARENTSON
8100 SW 81 DR. SUITE 275
MIAMI, FL. 33143

Title: VP D
MARIA F MIRANDA
8100 SW 81 DR. SUITE 275
MIAMI, FL. 33143

Article VIII

The effective date for this corporation shall be:

01/21/2005