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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
05 APR - 8 AM 8:50

N. Culligan APR 11 2005

JOSEPH D. FARDELLA  
ACCOUNTANT  
5336 N.W 106<sup>th</sup> Drive  
Coral Springs, FL. 33076

April 4, 2005

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

RE: Sunny Sounds, Inc.

Dear Sir:

We are enclosing herewith original and one (1) copy of the Articles of Incorporation for Sunny Sounds, Inc. Our original application was rejected as per letter attached dated March 20, 2005 from the Division of Corporations.

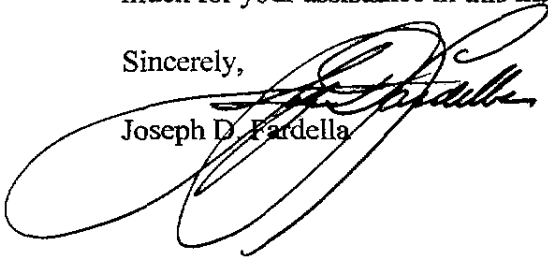
On April 4, 2005 I discussed the original rejection with on of the State representatives. The agent advised me that Sunny Sounds, Inc would be available and I should file amended resolutions.

Please find attached the amended resolutions along with a copy of the letter sent from the Florida Department of State Division of Corporations.

Kindly process the resolutions attached and return them to me as soon as possible. Thank you very much for your assistance in this matter.

Sincerely,

Joseph D. Fardella

A large, stylized handwritten signature in black ink, appearing to read 'J. Fardella', is written over the printed name 'Joseph D. Fardella'.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 30, 2005

JOSEPH D. FARDELLA  
5336 N.W. 106TH DRIVE  
CORAL SPRINGS, FL 33076

SUBJECT: SONNY SOUNDS, INC.  
Ref. Number: W05000016224

We have received your document for SONNY SOUNDS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan  
Document Specialist  
New Filings Section

Letter Number: 605A00021685

**ARTICLES OF INCORPORATION**

**OF**

**SUNNY SOUNDS, INC.**

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

05 APR -8 AM 8:50

**ARTICLE I • NAME**

The name of this Corporation is Sunny Sounds, Inc. The principal office mailing address is 23182 S.W. 61<sup>st</sup> Avenue, Boca Raton, FL. 33428.

**ARTICLE II • DURATION**

This Corporation shall exist perpetually commencing on April 15, 2005.

**ARTICLE III • PURPOSE**

This Corporation is organized for the purpose of conducting any lawful business permitted in the State of Florida.

**ARTICLE IV • CAPITAL STOCK**

This Corporation is authorized to issue 500 shares of common stock with a par value of \$1.00, (one dollar) which shares will be designated as "Common Shares."

**ARTICLE V • INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 23182 s.w. 61<sup>st</sup> Avenue, Boca Raton, FL. 33428.

The name of the Initial Registered Agent of this Corporation is Sunil Palekar.

#### **ARTICLE VI • INITIAL BOARD OF DIRECTORS**

This Corporation shall have One (1) initial director. The number of directors may be increased from time to time by the By-laws, but shall never be fewer than one (1). The name and address of the initial directors of this Corporation is:

- (1) Sunil Palekar  
23182 S.W. 61<sup>st</sup> Ave. Boca Raton, FL. 33428

#### **ARTICLE VII • INCORPORATOR**

The name and address of the person signing these Articles is:

Sunil Palekar  
23182 S.W. 61<sup>st</sup> Avenue, Boca Raton, FL. 33428

#### **ARTICLE VIII • RESTRICTIONS ON TRANSFER OF STOCK**

Shares held by the initial shareholders established may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders of this Corporation.

The price and terms at which, and the time within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this Corporation.

#### **ARTICLE IX • BY-LAWS**

The power to adopt, amend, alter, rescind or repeal the By-laws shall be vested in the Board of Directors and the shareholders.

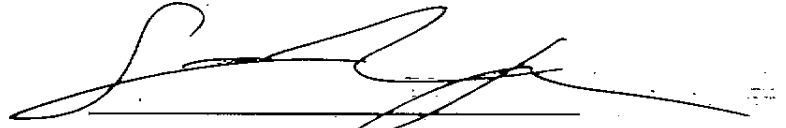
#### **ARTICLE X • POWERS**

This Corporation shall have all of the corporate powers enumerated in the Florida Corporation Act.

#### **ARTICLE XI • INDEMNIFICATION**

This Corporation reserves the right to amend, rescind or repeal any provisions contained in these Articles of Incorporation, any amendment thereof, and any right conferred upon the shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of April 2005.

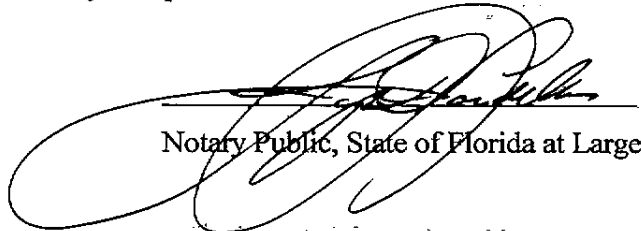


Sunil Palekar, President

STATE OF FLORIDA                    }  
COUNTY OF BROWARD        }

BEFORE ME, the undersigned authority, personally appeared Sunil Palekar to me well known and known to me to be the person described in the foregoing Articles of Incorporation of Sunny Sounds, Inc. and who acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 5th day of April 2005.



Notary Public, State of Florida at Large

My commission expires:

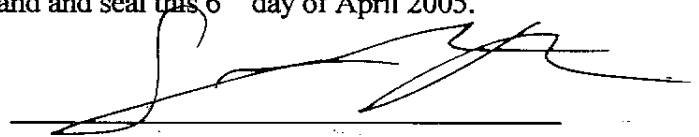


**Joseph D. Fardella**  
Commission # DD066580  
Expires Nov. 3, 2005  
Bonded Through  
Atlantic Bonding Co., Inc.

### ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated Corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in the capacity, to comply with the provisions of Florida Statutes, Section 48.091, and any amendment thereto, and to comply with the provisions of all other statutes related to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6<sup>th</sup> day of April 2005.

A handwritten signature in black ink, appearing to read 'Sunil Palekar', is written over a horizontal line.

Sunil Palekar, Registered Agent

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