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05 SEP 29 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/30/05
BWK

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: VM AUTOTRONICS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Michael Beauchesne
Name (Printed or typed)

1316 NE 1st Avenue
Address

Fort Lauderdale, FL 33304
City, State & Zip

954-683-1233 954-868-2294
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
VM AUTOTRONICS, INC.**

FILED
05 SEP 29 PM 12: 00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons, competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **VM Autotronics, Inc.**

ARTICLE II

BUSINESS

The general nature of this business or businesses to be transacted by this corporation is:

- 1) Installation and servicing of automobile audio equipment and systems.
- 2) Any other type of business that the corporation deems profitable.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock authorized to be issued by this corporation is 100 (one hundred) shares of capital stock of the par value of \$1.00 each, all of which will have the same rights and privileges.

Each share of capital stock shall entitle the holder thereof one vote at any shareholder's meeting and otherwise to participate in all such meetings and in the assets of the corporation. They shall issue for such consideration as may be determined by the Board of Directors, which shall have a value of at least equal to the full par value of such shares. They may be paid for in lawful money of the United States of America, or in property, labor or services.

No holders of shares of any class of stock, now or hereafter authorized, shall have any right as such to purchase, subscribe for or otherwise acquire from the corporation any shares of its stock of any class or any securities convertible into shares of its stock, whether now or hereafter authorized, except such rights as the Board of Directors in its absolute discretion may grant to such holders.

ARTICLE IV

INITIAL CAPITAL

The corporation shall begin business with a paid in capital of One Hundred Dollars (\$100.00).

ARTICLE V

EXISTENCE

The corporation shall have perpetual existence unless dissolved according to law.

ARTICLE VI

PRINCIPAL OFFICE

The initial street address of the principal office of the corporation is: 6176 Willoughby Circle, Lake Worth, FL 33463. The Board of Directors may from time to time move the principal office to any other address in Florida and the corporation may have other offices at such places as may be determined by the Board of Directors.

Meetings of the shareholders and directors of the corporation, and the place or places for the holding of such meetings may be specified in the by-laws or by the Board of Directors.

ARTICLE VII

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than one or more than three persons who shall be selected in the manner prescribed by law. The exact number of directors may be fixed by the by-laws or by the stockholders. Directors need not be stockholders of the corporation. They shall hold office after their election for a period of

one year or until their successors are duly elected and qualified, subject to their removal by the stockholders at any time with or without cause. The Board of Directors shall have complete charge of the business of the corporation and shall have power to elect committees to the Board of Directors and to delegate to them, as well as the officers of the corporation, such powers in the conduct of the corporation's business as may be deemed advisable. The Board of Directors shall have full power to specify conditions upon which stock certificates shall be issued and to replace lost or destroyed certificates by a new issue.

The Board of Directors shall select the officers of the corporation who shall consist of the President, Vice President, Secretary and Treasurer and such other officers as the Board may be deemed advisable and shall determine the compensation of such officers, including those who may also be Directors. None of these officers are required to be stockholders of the corporation. All such officers shall have such rank and tenure of office, power and other duties as may be prescribed by the by-laws of the Board of Directors by appropriate resolution.

ARTICLE VII

SUBSCRIBERS, INCORPORATORS, AND FIRST BOARD OF DIRECTORS

The names and street addresses of the Subscribers, Incorporators, and First Members of the Board of Directors are:

- (1) Michael Beauchesne - Director
1316 NE 1st Ave
Fort Lauderdale, FL 33304
- (2) Victor C. VanDeVen - Director
6176 Willoughby Circle
Lake Worth, FL 33463

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify every person who is serving as an officer, director, or agent of the corporation, or at its request, of any other corporation of which it is a stockholder or creditor and from which such person is not entitled to be indemnified, in the manner and to the full extent permitted by the Florida Statutes subject to the limitations on and conditions of such indemnification shall not effect any other rights to which such person may be entitled.

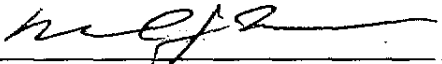
ARTICLE IX

REGISTERED AGENT

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

- (1) Michael Beauchesne
1316 NE 1st Ave
Fort Lauderdale, FL 33304

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Michael Beauchesne / Registered Agent

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23rd day of September, 2005.


Michael Beauchesne


Victor VanDeVen

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was sworn to and subscribed or acknowledged before me this 23rd day of September, 2005, by Michael Beauchesne and Victor VanDeVen, who are personally known to me.



Michael Perneti, Jr.
Commission #DD219081
Expires: Jun 02, 2007
Bonded Thru
Atlantic Bonding Co., Inc.


Signature of Notary Public – State of Florida