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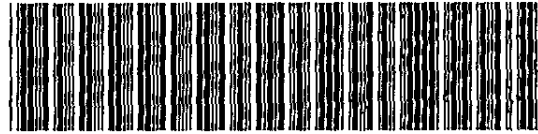
(Business Entity Name)

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**JEFFREY P. WHITTON**

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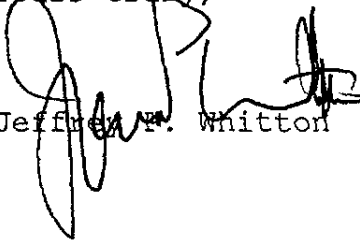
October 4, 2005

Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Soundworx, Inc.

Enclosed please find the original and a copy of the Articles of Incorporation for Soundworx, Inc. Please return a file stamped copy.

Yours truly,

A handwritten signature in black ink, appearing to be 'JPW', written over the typed name 'Jeffrey P. Whitton'.

Jeffrey P. Whitton

JPW/ch

Enclosure: Check No. 26670

**ARTICLES OF INCORPORATION**  
**OF**  
**SOUNDWORX INC.**

05 OCT -6 PM 12:17

The undersigned subscriber to these Articles of Incorporation hereby subscribes to and forms a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of the corporation is Soundworx Inc. The principal place of business and mailing address of the corporation is 1201 Rhode Island Avenue, Lynn Haven, FL 32444.

ARTICLE II

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE III

This corporation shall have perpetual existence and shall commence on filing.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of common stock, each share having the par value of \$1.00.

ARTICLE V

The street address of the initial registered officer of this corporation is 1201 Rhode Island Avenue, LynnHaven, Florida, 32444, and the name of the initial registered agent of this

corporation at that address is Ivan Beach.

ARTICLE VI

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is:

Ivan Beach  
1201 Rhode Island Avenue  
Lynn Haven, FL 32444

ARTICLE VII

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

Ivan Beach  
1201 Rhode Island Avenue  
Lynn Haven, FL 32444

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28<sup>th</sup> day of September, 2005.

  
Ivan Beach

CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Chapter 48.091, Florida Statutes, the following is submitted:

Soundworx Inc., desiring to organize under the laws of the State of Florida, has designated 1201 Rhode Island Avenue, Lynn Haven, Florida, 32444, as its initial Registered Office and has named Ivan Beach, Panama City, Florida, 32405, as its agent to accept service of process within this state.

  
Ivan Beach

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept said appointment and agree to comply with the provisions of said act relative to keeping open said office.

  
Ivan Beach

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