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FLORIDA PROFIT/NON PROFIT CORPORATION

DISTRIBUTION VIDEO & AUDIO, INC.

File 2nd

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J. Shivers JAN '02 2006

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**ARTICLES OF INCORPORATION
OF
DISTRIBUTION VIDEO & AUDIO, INC.**

ARTICLE I - Name and Address

The name of this corporation is DISTRIBUTION VIDEO & AUDIO, INC. The mailing address and principal office of the corporation is 133 Candy Lane, Palm Harbor, Florida 34683.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 133 Candy Lane, Palm Harbor, Florida 34683, and the name of the initial registered agent of this corporation at that address is BRAD KUGLER.

ARTICLE V - Incorporator

The name of the person signing these Articles is BRAD KUGLER, whose address is 133 Candy Lane, Palm Harbor, Florida 34683.

ARTICLE VI - Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the Corporation shall be four, and the names and addresses of the persons sworn to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Brad Kugler	2949 Landmark Way Palm Harbor, Florida 34684
Ryan Kugler	4111 Riverside Drive, #305 Burbank, California 91505

Prepared By:
Peter A. Rivaletti, Esq.
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Benjamin R. Kugler

2852 Chelsea Place
South Clearwater, Florida 33759

Andrew Johnson

10061 Riverside Drive, #740
North Hollywood, California 91602

ARTICLE VII - OFFICERS

The names and addresses of the initial officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Brad Kugler	President/CEO	2949 Landmark Way Palm Harbor, Florida 34684
Ryan Kugler	Secretary/Treasurer	4111 Riverside Drive, #305 Burbank, California 91505

ARTICLE VIII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE IX - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned, being the original incorporator, has executed these Articles of Incorporation this 28th day of December, 2006.


BRAD KUGLER

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**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Fla. Stat. §48.091, DISTRIBUTION VIDEO & AUDIO, INC., desiring to organize under the laws of the State of Florida, hereby designates the undersigned as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.051(2) relative to maintaining an office for the service of process.

Dated: December 28 2006


BRAD KUGLER

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