



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1995

JESS J. YADO III, P.A.
4830 WEST KENNEDY BLVD.
SUITE 750
TAMPA, FL 33609

SUBJECT: SOUTHERN SOUND, INC.
Ref. Number: W95000000563

We have received your document for SOUTHERN SOUND, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 495A00000921

ARTICLES OF INCORPORATION
OF
SOUTHERN SOUND EQUIPMENT, INC.

FILED
95 JAN 18 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber, being a natural person and competent to contract, and for the purpose of forming a corporation under the Laws of the State of Florida, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of the corporation shall be:

SOUTHERN SOUND EQUIPMENT, INC.

ARTICLE TWO

This corporation shall have perpetual existence unless sooner dissolved according to law, and shall commence corporate existence upon the filing of these Articles by the Department of State.

ARTICLE THREE

This corporation is organized for the primary purpose of dealing in the sale and installation of sound equipment, and owning, transacting, conducting, carrying on, operating, dealing and engaging in real and personal property of all kinds and nature, and all things subsidiary, necessary, ancillary and necessary, or convenient for carrying out and into effect the purposes and objects of the corporation, and in respect thereto, and to transact and engage in any activity or business permitted under the Laws of the State of Florida, and of the United States, including but not

limited to the following:

a. To purchase or otherwise acquire letters, patents, copyrights, trademarks, concessions, licenses, inventions, rights, franchises and privileges, subject to royalty or otherwise and whether exclusive, non-exclusive or limited, or any part interest in any of the above-enumerated rights whether in the United States or in any other part of the world; to sell, let or grant any of said rights, belonging to the corporation, or which it may let or grant any of said rights belonging to the corporation, or which it may acquire, or any interest in the same; and to register any patent or patents, for any invention or inventions, or any copyrights or trademarks, or obtain exclusive or other privileges in respect to the same, and to apply for, exercise, use or otherwise deal with or turn to account any patent rights, copyrights, or trademarks, any concessions, monopolies, franchises or other rights or privileges either in the United States or in any other part of the world.

b. To manufacture, fabricate, process, deal in, install, store, handle, transport, export, import or otherwise handle any and all goods, materials, appurtenances and processes useful in, necessary for, or convenient in the conducting of the business of the corporation, or of any subsidiary or agency thereof.

c. To buy, sell, exchange and generally deal in real properties, improved and unimproved and buildings of every class and description; to improve, manage, operate, sell, buy, mortgage,

lease or otherwise acquire or dispose of any property, real or personal and take mortgages and assignment of mortgages upon the same; to make and obtain loans upon real estate, improved or unimproved and upon personal property, giving or taking evidences of indebtedness and securing the payment thereof by mortgage, trust deed, pledge or otherwise, to enter into contracts to buy or sell any property, real or personal; to buy and sell mortgages, trust deeds and contracts and evidences of indebtedness; to purchase or otherwise acquire, for the purpose of holding or disposing of the same, real or personal property of every kind and description, including the goodwill, stock rights and property of any person, firm, association or corporation, paying for the same in cash, stock or bonds of this corporation; to draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, warrants, bonds, debentures, and other negotiable or transferable instruments or obligations of the corporation, from time to time for any of the operations without restriction of limit as to amount; to purchase, acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description in any state, district, territory, colony or foreign country; and to act as agent or broker for any other person, firm or corporation in doing any and all acts described herein.

d. To purchase equities, mortgages, installment sales contracts, notes, drafts, acceptances and commercial paper of every kind and description, including accounts receivable, of other

persons, firms or corporations, to hold, collect and otherwise use the same for the benefit of the corporation; and to sell or otherwise dispose of the same.

e. To operate, conduct and carry on other businesses which may be purchased or otherwise acquired by the corporation, or to lease or rent the same to any other person, firm or corporation, during such period of time as the corporation may own such business or businesses, in order to prevent depreciation in the value of such business or businesses prior to sale or other disposition of the same by the corporation.

f. To purchase, subscribe for, hold, pledge, transfer, sell or otherwise dispose of or deal in, shares of capital stock of corporation, including this corporation, bonds, debentures, notes or other securities or evidences of indebtedness of any private or public corporation, to do any other act or thing permitted by law for the preservation, protection, improvements, or enhancement of the value of such shares of stock, bonds, debentures, notes or other securities or evidences of indebtedness, including the right to vote thereon, and respecting any of the enumerated times to exercise any and all rights and privileges of ownership thereof.

g. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain, or any interest therein in any and all ventures, so far as the same are permissible by law, and selling or otherwise disposing of such investments, or any part thereof, or interest

therein.

h. To engage in the brokerage business, on behalf of itself or others, including but not limited to the business and professions of real estate, securities, insurance and mortgage and to do any and all business which may be delegated to agents or brokers by principals and to conduct and operate general agency and brokerage business of every kind and description.

i. To do all things which are lawful under the Laws of the State of Florida, which are necessary, suitable, convenient or proper for the accomplishment of any of the purposes, or attainment of any or all of the objects of the corporation or incidental to the powers herein named which shall at any time appear conducive or expedient for the protection or benefit of the corporation either as holder of or interested in any property or otherwise, with all the powers now or hereafter conferred by the Laws of the State of Florida upon corporations.

j. For the accomplishment of any object on or about its business or affairs, to incur debts without limit, and to raise, borrow and secure the payment of money in any lawful manner.

k. The powers specified herein shall be construed both as purposes and powers and shall be in no wise limited or restricted by reference to or inference from, the terms of any other clause in this or any other article, but the purposes and powers specified in each of the clauses herein shall be regarded as independent purposes and powers, and the enumeration of specific purposes and

powers shall not be construed to limit or restrict in any manner the meaning of general terms or of the general powers of the corporation; nor shall the expression of one thing be deemed to exclude another; although it be of like nature not expressed.

ARTICLE FOUR

This corporation is authorized to issue Five Hundred (500) shares of One Dollar (\$1.00) par value common stock which shall be designated "Common Stock".

ARTICLE FIVE

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX

The mailing and street address of the principal office of this corporation is 1415 Hilton Place, Tampa, FL., 33604. The name of the initial registered agent of this corporation is Mark A. Lewis, whose street and mailing address is 11809 Cypress Crest Circle, Tampa, FL., 33626.

ARTICLE SEVEN

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws of this corporation, but shall never be less than one. The names and addresses of the initial directors of this

corporation are:

<u>NAME</u>	<u>STREET ADDRESS</u>
Michael Tymchuk,	1415 Hilton Place, Tampa, FL., 33604
Mark A. Lewis,	11809 Cypress Crest Circle, Tampa, FL., 33626.

ARTICLE EIGHT

The name and street address of the officers of this corporation who, subject to the provisions of the certificate of incorporation, shall hold office for the first year of the corporation's existence, or until their successor is elected and has qualified are:

<u>NAME AND OFFICE</u>	<u>STREET ADDRESS</u>
Michael Tymchuk, President,	1415 Hilton Place, Tampa, FL., 33604
Mark A. Lewis, V-Pres, Sec & Treas.,	11809 Cypress Crest Circle, Tampa, FL., 33624

ARTICLE NINE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

ARTICLE TEN

The directors of this corporation may take action by written consent as provided by law.

ARTICLE ELEVEN

This corporation shall indemnify any officer or director or any former officer or director to the fullest extent permitted by law.

ARTICLE TWELVE

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

ARTICLE THIRTEEN

The name of the party signing these Articles of Incorporation as incorporator is Mark A. Lewis, 11809 Cypress Crest Circle, Tampa, FL., 33626.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation in duplicate on the 3 day of ~~January~~ January 1995.

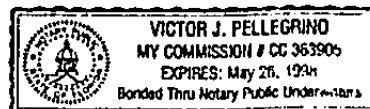
Mark A. Lewis
Mark A. Lewis

STATE OF FLORIDA :

COUNTY OF HILLSBOROUGH:

The foregoing instrument was acknowledged before me this 3 day of ~~January~~ January 1995, by Mark A. Lewis, who produced a Florida Driver's license as identification.

Victor J. Pellegrino
NOTARY PUBLIC, State of Florida
at Large



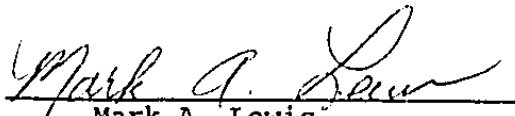
**STATEMENT OF REGISTERED AGENT ACCEPTING APPOINTMENT
OF REGISTERED AGENT AND DESIGNATION OF REGISTERED OFFICE**

In pursuance of Section 48.091 and 607.034, Fla. Stats. 1983,
the following is submitted in compliance with said Act:

First, SOUTHERN SOUND/^{EQUIPMENT} INC., desiring to organize under the
laws of the State of Florida, with its registered office as
indicated in the Articles of Incorporation at the City of Tampa,
County of Hillsborough, State of Florida, has named Mark A. Lewis,
whose address is 11809 Cypress Crest Circle, Tampa, Hillsborough
County, State of Florida, 32326, as its Registered Agent.

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of
process of the above-stated corporation at the place designated in
this Certificate, I hereby accept the appointment to act as
registered agent and agree to comply with the provisions of the
above-referenced act.


Mark A. Lewis
(Registered Agent)

FILED
JAN 11 1983
TAMPA
FLORIDA
CLERK OF COURT

P9500004458

1201 HAYS STREET
TALLAHASSEE, FL 32301

904-231-3101



95 AUG 14 11:20:06
DIVISION

ACCOUNT NO. : 072100000032

REFERENCE : 659171 8795A

AUTHORIZATION *Patricia Pyatt*

CUST LIMIT : \$ 87.50

ORDER DATE : August 14, 1995

ORDER TIME : 1:21 PM

ORDER NO. : 659171

300001559713

CUSTOMER NO: 8795A

CUSTOMER: Norma Deguenther, Legal Asst
Barnett Bolt Kirkwood & Long
Suite 700
601 Bayshore Boulevard
Tampa, FL 33606-2763

DOMESTIC AMENDMENT FILING

NAME: SOUTHERN SOUND EQUIPMENT,
INC.

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS: _____

FILED
95 AUG 14 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*AMEND
8-14*

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
SOUTHERN SOUND EQUIPMENT, INC.

Pursuant to Section 607.1006(1) of the Florida Statutes, the Articles of Incorporation of Southern Sound Equipment, Inc. ("Corporation"), are hereby amended as follows:

1. The name of the Corporation is Southern Sound Equipment, Inc.

2. Article Four of the Articles of Incorporation of Southern Sound Equipment, Inc., is hereby amended to read as follows:

"ARTICLE FOUR

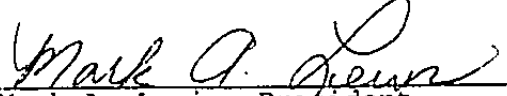
This corporation is authorized to issue
ten thousand (10,000) shares of common stock,
each with a par value of One Dollar (\$1.00)."

3. The foregoing amendment was adopted on APRIL 27, 1995, by Joint Action of Written Consent of the Shareholders and Board of Directors of this Corporation as authorized by Sections 607.1003(6), 607.0704 and 607.0821 of the Florida Statutes.

4. The sole voting group entitled to vote on this amendment is comprised of the holders of common stock, and the number of votes cast for the amendment by such voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned president of this Corporation has executed this Amendment to the Articles of Incorporation of Southern Sound Equipment, Inc., on this 27 day of APRIL, 1995.

SOUTHERN SOUND EQUIPMENT, INC.

 (Seal)
Mark A. Lewis, President

FILED
95 AUG 14 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND NOTICE: CORPORATION WILL BE DISSOLVED ON OR AFTER AUGUST 7, 1990.
AMOUNT DUE ON OR BEFORE 8/7/90: \$225 (IF DISSOLVED, MINIMUM AMOUNT DUE TO REINSTATE: \$375.)

PROFIT
CORPORATION
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Garden St. North
Secretary of State
DIVISION OF CORPORATIONS

APPROVED
AND
FILED

1996 DEC 23 AM 11:38

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P95000004458 (2)

1. Corporation Name
SOUTHERN SOUND EQUIPMENT, INC.

Principal Place of Business Mailing Address
1415 HILTON PL TAMPA FL 33604 1415 HILTON PL TAMPA FL 33604



2. Principal Place of Business 2a. Mailing Address
21 5004-B W. Linebaugh Ave. 22 Same
Suite, Apt. #, etc. Suite, Apt. #, etc.
22 City & State 27 City & State
23 Tampa, Florida 28
Zip Country Zip Country
24 33624 25 Hills. 29 30

3. Date Incorporated or Qualified 01/18/1995 3a. Date of Last Report
4. FEI Number 59-3292044 Applied For Not Applicable
5. Certificate of Status Desired \$8.75 Additional Fee Required
6. Election Campaign Financing Trust Fund Contribution \$5.00 May Be Added to Fees
7. This corporation has liability for intangible tax under s. 199.032, Florida Statutes Yes No

9. Name and Address of Current Registered Agent
LEWIS, MARK A
11809 CYPRESS CREST CIR
TAMPA FL 33628

10. Name and Address of New Registered Agent
81 Name Mark A. Lewis
82 Street Address (P.O. Box Number is Not Acceptable) 11404 Palm Pasture Dr.
83
84 City Tampa FL 85 Zip Code 33635

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE Mark A. Lewis 11-13-96

12. OFFICERS AND DIRECTORS
TITLE NAME STREET ADDRESS CITY-ST-ZIP
1. DP TYMCHUK, MICHAEL 1415 HILTON PL TAMPA FL 33604
2. DST LEWIS, MARK A 11809 CYPRESS CREST CIR TAMPA FL 33628
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13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12
1.1 TITLE 1.2 NAME 1.3 STREET ADDRESS 1.4 CITY-ST-ZIP
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99.1 TITLE 99.2 NAME 99.3 STREET ADDRESS 99.4 CITY-ST-ZIP
100.1 TITLE 100.2 NAME 100.3 STREET ADDRESS 100.4 CITY-ST-ZIP

REINSTATEMENT

000002039330--2
-12/27/96--01059--010
****375.00 ****375.00

SIGNATURE: Mark A. Lewis

11-13-96 (813) 264-5592

CR2034 (3/96)