

3/2/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

8:58 AM

((H95000002700))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: RUDEK, BARNETT, MCCLOSKEY, ET AL
200 E BROWARD BLVD
PO BOX 1900
FT LAUDERDALE FL 33302-

0000

FAX: (904) 922-4000

CONTACT: ANNE MARIE LA FERLA

PHONE: (305) 764-6660

FAX: (305) 764-4996

((H95000002700))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ABSOLUTE ELECTRONICS, INC.

FAX AUDIT NUMBER: H95000002700

CURRENT STATUS: REQUESTED

DATE REQUESTED: 03/09/1995

TIME REQUESTED: 08:55:58

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 3

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 076077000521

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ENTER SELECTION AND <CR>:

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* FDX * 9600 E71 * LOG CLOSED * PRT OFF * 9600

#95000002700

**ARTICLES OF INCORPORATION
OF
ABSOLUTE ELECTRONICS, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

Absolute Electronics, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 5161 S.W. 21st Street, Fort Lauderdale, Florida 33317.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 5161 S.W. 21st Street, Fort Lauderdale, Florida 33317 and the initial registered agent of this Corporation at that address shall be Mark David Evans.

#95000002700

(FL 41363 1

Prepared by:

Scott H. Margul, Esq., FL Bar #0522848
Ruden Barnett, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(305) 764-6680

FILED
95 MAR -9 AM 11:15
SECRETARY OF STATE
FORT LAUDERDALE, FLORIDA

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ARTICLE V
INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is

Mark David Evans
5161 S.W. 21st Street
Fort Lauderdale, Florida 33317

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 3rd day of
March, 1995.


Mark David Evans, Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of
Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that
he is familiar with, and accepts the obligations imposed upon registered agents under, the
Florida Business Corporation Act, including specifically Section 607.0505.


Mark David Evans, Registered Agent

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95 MAR -9 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FTL-41383 1

Prepared by:

Scott H. Margol, Esq., FL Bar #0622846
Ruden Barnett, Et al., P. O. Box 1900
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P95000019198

JUL-14-95 FRI 9:34 RUDEN BARNETT

P.01

7/14/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

9:22 AM

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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: RUDEN, BARNETT, MCCLOSKEY, ET AL.
200 E BROWARD BLVD
PO BOX 1900
FT LAUDERDALE FL 33302-

FAX: (904) 922-4000

CONTACT: ANNE MARIE LA FERLA
PHONE: (305) 764-6660
FAX: (305) 764-4996

((H95000007810))

DOCUMENT TYPE: REGISTERED AGENT CHANGE

NAME: ABSOLUTE ELECTRONICS, INC.

FAX AUDIT NUMBER: H95000007810

CURRENT STATUS: REQUESTED

DATE REQUESTED: 07/14/1995

TIME REQUESTED: 09:12:26

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 2

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ESTIMATED CHARGE: \$87.50

ACCOUNT NUMBER: 076077000521

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95 JUL 14 PM 12:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

C. McCloskey
Florida

FLORIDA DIVISION OF CORPORATIONS

95 JUL 14 AM 9:48

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99500007010

Florida Department of State, Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE
OR REGISTERED AGENT, OR BOTH

Pursuant to the provisions of Sections 607.0221 and 607.0222, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

- 1) The name of the Corporation is: **ABSOLUTE ELECTRONICS, INC.**
 - a) Mailing/principal address is: **3200 South Andrews Avenue, Suite 201 (Please note change of address)
Fort Lauderdale, Florida 33316**
 - b) Date of Incorporation: **March 9, 1995**
Document Number: **995000019100**
- 2) The address of its present registered agent is:
**5161 N.W. 21st Street
Ft. Lauderdale, Florida 33317**
- 3) The address to which its registered agent is to be changed is:
**3200 South Andrews Avenue, Suite 201
Fort Lauderdale, Florida 33316**
- 4) The name of its present registered agent is: **Mark David Evans**
- 5) The name of its successor registered agent is: **Mark David Evans**

The address of its registered agent and the address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors.

Dated June 7, 1995

ABSOLUTE ELECTRONICS, INC.

[Signature]
Mark David Evans, President

DATE 7/15/95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.025 FLORIDA STATUTES

SIGNATURE *[Signature]*

Mark David Evans, Registered Agent

Filing Fee: \$35.00

DATE 7/15/95

DIVISION OF CORPORATIONS - P.O. BOX 6327 - TALLAHASSEE, FL 32314