

LAW OFFICE OF
Irene L. Lapidus, P.A.

IRENE L. LAPIDUS
MEMBER OF FLORIDA BAR
SUPREME COURT CERTIFIED FAMILY LAW MEDIATOR
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March 13, 1995

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

EFFECTIVE DATE

3-13-95

Re: Sunshino Security & Sound, Inc.

Dear Sir:

Enclosed please find the original and two copies of the Articles of Incorporation for the above-referenced corporation. I have also enclosed a check in the amount of \$122.50 representing filing fees. Please file and return the filed articles in the self-addressed envelope enclosed for your convenience.

If you have any questions, please do not hesitate to call my office.

Very truly yours,

Irene L. Lapidus
Irene L. Lapidus

Enc: As noted.

FILED
MAR 17 AM 9:10
TALLAHASSEE, FLORIDA

D. BROWN MAR 20 1995

EFFECTIVE DATE

3-13-95

ARTICLES OF INCORPORATION

OF

SUNSHINE SECURITY & SOUND, INC.

FILED
MAR 17 AM 8:10
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is: SUNSHINE SECURITY & SOUND, INC.

ARTICLE II - DURATION

This corporation shall be perpetual commencing 3/13/95

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- a. Any and all lawful business.
- b. Pursue its purposes and business in any and all locations foreign and domestic.
- c. Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
- d. Buy and sell real and personal property of any nature whatsoever.
- e. Convey, sell, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
- f. Import and export wares, goods and merchandise of any nature whatsoever.
- g. Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers and sellers of products and supplies of every kind, character and nature.
- h. Purchase, hold, sell, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation.
- i. Pay cash or issue capital stock, debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.
- j. Engage in the acquisition, ownership, sale, distribution and licensing of patents, improvements and franchises, trademarks and trade names, and to operate thereunder.
- k. Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of the corporation.
- l. Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms and/or corporations.
- m. Guarantee performance by any other person and/or entity.

In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock at One Dollar (\$1.00) par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of this corporation is:

RICHARD ZANGRE
1060 W. Sunrise Blvd.
Fort Lauderdale, FL 33311

ARTICLE VI - INITIAL OFFICE OF THE CORPORATION

The address of the corporation is:

1060 W. Sunrise Blvd.
Fort Lauderdale, FL 33311

ARTICLE VII INITIAL BOARD OF DIRECTORS

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. The name and address of the director of this corporation is:

NAME	ADDRESS
Richard Zangre	1060 W. Sunrise Blvd. Fort Lauderdale, FL 33311

ARTICLE VIII - INCORPORATOR

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

Richard Zangre
1060 W. Sunrise Blvd.
Fort Lauderdale, FL 33311

ARTICLE IV - AMENDMENT

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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14th day of December, 1995.

Richard Zangre
RICHARD ZANGRE

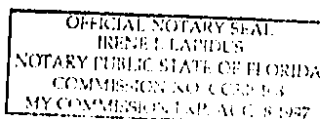
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County aforesaid, personally appeared RICHARD ZANGRE, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation. He is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 14th day of December, 1995.

My Commission expires:

Notary Public, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance with Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST/ That SUNSHINE SECURITY & SOUND, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of Fort Lauderdale, Broward County, State of Florida, has named RICHARD ZANGRE, who is located at 1060 West Sunrise Blvd., Fort Lauderdale, FL 33311 as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT

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



RICHARD ZANGRE
REGISTERED AGENT