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LAW OFFICES
OF
ROBERT J. DIMAURO

2734 POLK STREET, SUITE G
HOLLYWOOD, FLORIDA 33020

TELEPHONE: (305) 923-0700

April 3, 1995

Attention: Corporation Division
Secretary of State
State of Florida
The Capitol
Tallahassee, Florida 32304

Re: JAGUAR SOUND, INC.

Gentlemen:

Enclosed please find the original and a copy of the
Articles of Incorporation and Acceptance of Registered Agent
for JAGUAR SOUND, INC.

Also enclosed is a check in the amount of \$122.50
for the following charges:

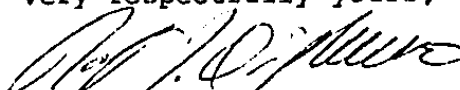
Filing Fee	\$ 35.00
Resident Agent	\$ 35.00
Certified Copy	\$ <u>52.50</u>

\$122.50

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-04/12/95--01093--004
***122.50 ***122.50

Please file and return same to this office.

Very respectfully yours,


ROBERT J. DIMAURO, ESQ.

RJD:nbs
Enclosures as stated

NANCY HENDRICKS APR 18 1995

ARTICLES OF INCORPORATION
OF
JAGUAR SOUND, INC.

FILED
95 APR 12 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is JAGUAR SOUND, INC.

ARTICLE II

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III

This corporation is organized for the purpose of transacting and engaging in any and all activity or business permitted under the laws of the State of Florida or of the United States.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to issue is Three Hundred (300) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

The street address of the initial Registered Office of this Corporation in Florida is 5800 Beach Boulevard, Suite 203-157, Jacksonville, Florida 32207, and the name of the initial Registered Agent at said address is JARROD FENNIMORE.

ARTICLE VI

The principal office and mailing address of this Corporation in the State of Florida shall be: 5800 Beach Boulevard, Suite 203-157, Jacksonville, Florida 32207.

ARTICLE VII

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

Jarrold Fennimore
8787 Southside Boulevard
Apartment 904
Jacksonville, FL 32256

Von Thweatt
8433 Southside Boulevard
Apartment 201
Jacksonville, FL 32256

Craig Riley
8433 Southside Boulevard
Apartment 201
Jacksonville, FL 32256

ARTICLE VIII

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

Jarrold Fennimore
8787 Southside Boulevard
Apartment 904
Jacksonville, FL 32256

IN WITNESS WHEREOF, the undersigned, as Incorporator,
has executed the foregoing Articles of Incorporation this 4th
day of April, 1995.


JARROLD FENNIMORE

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

BEFORE ME, a Notary Public, personally appeared JARROLD
FENNIMORE, who is personally known to me or who has produced
Florida Drivers License F556-431-74-1870 as identification and who
did (did not) take an oath, and who as Incorporator executed the
foregoing Articles of Incorporation, and acknowledged before me
that he subscribed to these Articles of Incorporation for the
uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my

official seal in the State and County aforesaid, this 4th day
of April, 1995.

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES: April 29, 1995.
BONDED TO THE PUBLIC BY THE FLORIDA DEPARTMENT OF REVENUE



Notary Public

Rebecca Lynn Smith CC1057608
Print Name

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED hereby accepts his designation as
registered agent for JAGUAR SOUND, INC.

Jarrold Fennimore
JARROD FENNIMORE

STATE OF FLORIDA)
 SS:
COUNTY OF DUVAL)

BEFORE ME, a Notary Public, personally appeared JARROD
FENNIMORE, who is personally known to me or who has produced _____
Florida Drivers License as identification and who did (did not)
FL 836-431-M-183-0
take an oath, and who as Registered Agent executed the foregoing
Acceptance of Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and my
official seal in the State and County aforesaid, this 4th day
of April _____, 1995.

My Commission Expires:
NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: April 29, 1995.
BONDED THRU NOTARY PUBLIC UNDERWRITERS.

Rebecca Lynn Smith
Notary Public
Rebecca Lynn Smith
Print Name CC1039608