SENT BY: Xerox Telecopier 7020 : 5-26-85 : 15:23 : HILL, WARD, HENDERSON- DIV OF CORPORATIONS:# 1

# P9500041843

PLORIDA DIVISION OF CORPORATIONS 2:59 PM 5/26/95 PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET (((X95000005979))) FROM: HILL, WARD & HENDERSON, P.A. TO: DIVISION OF CORPORATIONS 101 E RENNEDY BLVD SUITE 3700 TAMPA FL 33602-5154-DEPARTMENT OF STATE STATE OF FLORIDA 409 PAST GAINES STREET 00000 CONTACT: BARBARA A MURPHY TALLAHASSEE, PL 32399 (813) 221-3900 FAX: (904) 922-4000 PHONE: (813) 221-2900 FAX: DOCUMENT TYPE: PLORIDA PROFIT CORPORATION OR P.A. (((H95000005979))) MAME: VICON INTERNATIONAL RECORDING STUDIOS, INC.
DIBER: H95000005979 CURRENT STATUS: REQUESTED PAX AUDIT MUMBER: H95000005979 TIME REQUESTED: 14:59:24 DATE REQUESTED: 05/26/1995 CERTIFICATE OF STATUS: 1 CERTIFIED COPIES: 0 NUMBER OF PAGES: 3 METHOD OF DELIVERY: FAX **ACCOUNT NUMBER: 072317001716** ESTIMATED CHARGE: \$78.75 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H95000005979))) \*\* ENTER 'N' POR MENU. \*\* ENTER SELECTION AND <CR>:

130

91675-01 4 Pages N950000005979

### ARTICLES OF INCORPORATION OF

#### VICON INTERNATIONAL RECORDING STUDIOS, INC.

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

#### ANTICLE I

#### Mame

The name of this corporation shall be:

VICON INTERNATIONAL RECORDING STUDIOS, INC.

#### ARTICLE II

#### Address

The address of the principal office and the mailing address of this corporation shall be: 18267 N. E. 4th Court, Mismi, Florida 33179.

#### **ARTICLE III**

#### Existence of Corporation

This corporation shall have perpetual existence.

#### ARTICLE IV

#### Purposes

The corporation may engage in the transaction of any or all lewful business for which corporations may be incorporated under the laws of the State of Florids.

Proposed by: Sastem A. Marphy
P. O. Box 2231, Tampa FL 23601-2231
(815) 221-3900

H95000005979

#### **ARTICLE V**

#### Capital Stock

- (a) The total number of shares of capital stock authorized to be lasued by the corporation shall be 10,000 shares having a par value of \$1.00 per share. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor or services actually performed for the corporation and valued at a fair valuation to be fixed by the Board of Directors at a meeting called for such purpose. All stock when issued shall be paid for and shall be nonassessable.
- (b) In the election of directors of this corporation there shall be no cumulative voting of the stock entitled to vote at such election.

#### ARTICLE VI

#### Registered Office and Registered Acent

The street address of the corporation's initial registered office is 101 East Kennedy Boulevard, Suite 3700 - Barnett Piaza, Tampa, Florida 33602, and the name of the corporation's initial registered agent at such address is DANIEL J. GIBBY. The corporation may change its registered office or its registered agent or both by filling with the Department of State of the State of Florida a statement complying with Section 607.0502, Florida Statutes.

#### **ARTICLE VII**

#### Incorporatora

The name and address of the incorporator of this corporation is as follows:

Name

Address

Berbera A. Murphy

101 East Kennedy Boulevard Suite 3700 - Barnett Plaza Tampa, Florida 33602 SENT BY:Xerox Telecopier 7020 : 5-28-85 : 15:25 : HILL: WARD: HENDERSON→ DIV OF CORPORATIONS:# 4 #95000005979

#### **ARTICLE VIII**

#### Amendment of Articles of Incorporation

The corporation reserves the right to amend, after, change or repeal any provision contained in these Articles of incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned, have executed these Articles for the uses and purposes therein stated.

Barbara A. Murphy

#### REGISTERED AGENT CERTIFICATE

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature

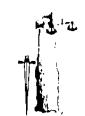
DANIEL J. GIBBY

Date:

2/20/95



### From the Office of Stephen M. Goodman General Counsel



## 95000041843

July 10, 1996

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

Re: Name change for Vicon Int'l Recording Studios

Dear Sir:

Enclosed are Articles of Amendment to Articles of Incorporation for the following corporation:

Vicon International Recording Studios, Inc.

Also enclosed is a check for \$35,00 for filing fees.

Kesten M. Goodwan

Please return the duplicate copies in the self addressed stamped envelope with the filing date stamped on it.

Thank you.

Sincerely,

Stephen M. Goodman, Esq.

enc

SMG/es

FILED
95 JUL 29 AH ID: 53
SECRETARY OF STATE
LLAHASSEE, FLORIDA



July 18, 1996

Stephen M. Goodman 900 N. Federal Hwy. Sulte 460 Boca Raton, FL 33432

SUBJECT: VICON INTERNATIONAL RECORDING STUDIOS, INC.

Ref. Number: P95000041843

We have received your document for VICON INTERNATIONAL RECORDING STUDIOS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

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) 487-6908.

Letter Number: 196A00034785

Steven Harris Corporate Specialist



#### From the Office of **Stephen M. Goodman** General Counsel



July 24, 1996

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

Re: Corrected Name change for Vicon Int'l Recording Studios, Inc.

Dear Sir:

Enclosed are corrected Articles of Amendment to Articles of Incorporation for the following corporation:

Vicon International Recording Studios, Inc.

Please return the duplicate copy with the filing date stamped on it.

Thank you.

Sincerely,

Stephen M/ Goodman, Esq.

enc

SMG/es

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Vicon International Recording Studios, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I Name: Vicon International General Supply Corp.

FILED 95 JUL 29 AH ID: 53 SEGRETARY OF STANDARDS

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 7/9/96
FOURTH: Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were
sufficient for approval by
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this day 9th of July , 1996.  Signature Steplen Colonse 10 (By the Chairman or Vice Chairman of the Board of Directors, President
or other officer if adopted by the shareholder
OR
(By a director if adopted by the directors)
OR -
(By an incorporator if adopted by the incorporators)
Barbara Murphy Typed or printed name Murphy
Incorporator Title

# P950000011843

City/State/	Zip Phone #		Office Use Only	
	NAME(S) & DOCUME	NT NUMBER(S), (if I	(nown):	
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OTHER FILINGS	REGISTRATION QUALIFICAT		11.	)
Annual Report	Foreign			
Fictitions Name	Limited Partnership		•	
Name Reservation	Reinstatement			
	Trademark	. `		
	Other			

Examiner's Initials

#### STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, 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.

1a. The name of	of the corporation is: <u>//cr</u>	N General	Supply COBP
1b. The mailing	g address of the corporation	is: 900 N. Federal Hw	y, Ste 460
		Boca Raton, FL 33	432
Date of inc	corporation: 5/30/95	Document number:	P950000 418 43
2. The name	and address of the current re	agistered agent and office:	_
	201 East Kennedy Blv	d, 10th FL	_
	Tampa, FL 33601		
3. The name ar	nd address of the new registe	ered agent and office:(P.O. Bo	x Not Acceptable)
•	Stephen M. Goodman		
	900 N. Federal Hwy,	Ste 460	
	Boca Raton, FL 33432		
registered agen	ress of its registered office it, as changed, will be identic	:81.	And the second
Such change was authorized by	vas authorized by resolution of		
		9/11/	/96 (Date)
(Signature o	of an officer, chairman or airman of the board		(Date)
Stephen Col	angelo		
(Printed or	typed name and tite)		
Having been no corporation, Ih I further agree performance o registered ager	amed as registered agent an ereby accept the appointment to comply with the provision of my duties, and I am familiant.	vas registered agent and agr ns of all statutes relative to iar with and accept the obli	the proper and complete gation of my position as
Lety XI	Clourlynus		7 G
•	of Registered Agent half of an entity:	· ·	Oak,
u aiðinnið om bei	ant of all criticy.		
	ezinted Name)	(C;	apacity)