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Bagdes & Bagdes

Attorneys at Law

508 North Grandview Ave. - Suite B
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Fabian Bagdes
Mary-Ellen Bagdes

904/258-7171
or 258-7441

August 23, 1995

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: Main Street Stereo, Inc.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$122.50 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

EFFECTIVE DATE

8/23/95

700001571517

-03/23/95--01008--002

****122.50 ****122.50

enclosures

SAB
8/29/95

EFFECTIVE DATE
8/23/95

ARTICLES OF INCORPORATION
OF
MAIN STREET STEREO, INC.

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is MAIN STREET STEREO, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to handle real estate transactions for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The street address of the principal office of the corporation is: 930 Valencia Road, South Daytona, Florida 32119. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 930 Valencia Road, South Daytona, Florida 32119, and the name of the initial registered agent at such address is Dean Papadeas.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Dean Papadeas	930 Valencia Road South Daytona, FL 32119
Cynthia Papadeas	930 Valencia Road South Daytona, FL 32119

ARTICLE NINE
INCORPORATORS

The names and address of the sole incorporator are: Dean Papadeas, 930 Valencia Road, South Daytona, Florida 32119

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Dean Papadeas President	930 Valencia Road South Daytona, FL 32119
Cynthia Papadeas Secretary/Treasurer	930 Valencia Road South Daytona, FL 32119

ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, I have signed my name this 23rd day of August, 1995.


Dean Papadeas

STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 23rd day of August, 1995, before me, the undersigned authority, appeared DEAN PAPADEAS, who is personally known to me or who has produced _____ as identification, and whose name is subscribed to the within instrument and having been duly sworn he acknowledged that he executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.


Notary Signature

Mary-Ellen Bagdes
Printed Signature

My Commission expires: 11-29-98



MARY ELLEN BAGDES
MY COMMISSION EXPIRES 11-29-98
NOTARY PUBLIC, STATE OF FLORIDA

NOTICE OF REGISTERED AGENT

FILED
JUL 20 1961

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

The following is submitted in compliance with Chapter 48.091, Florida Statutes.

MAIN STREET STEREO, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 930 Valencia Road, in the City of South Daytona, County of Volusia, in the State of Florida, has named Dean Papadeas, who is located at 930 Valencia Road, South Daytona, Florida, as its registered agent to accept service of process within the State.

DIRECTOR:

Dean Papadeas

Cynthia Papadeas

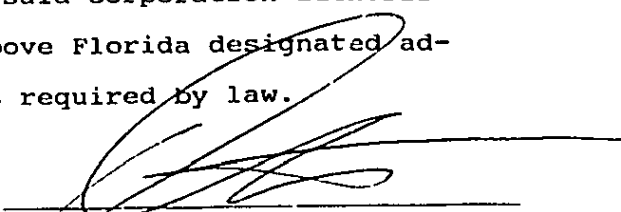
ADDRESS:

930 Valencia Road
South Daytona, FL 32119

930 Valencia Road
South Daytona, FL 32119

ACCEPTANCE:

I agree as resident agent to accept service of process; to keep office open during prescribed hours; to post my name (and the names of any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place as required by law.


Dean Papadeas