OFFICE USE ONLY CORPORATION NAME(S), & DOCUMENT NUMBER(S) (if known): (Document #) (Corporation Name) (Document #) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Will wait Mail out Photocopy Certificate of Status **NEW FILINGS AMENDMENTS** Profit Amendment NonProfit Resignation of R.A., Officer/Director **Limited Liability** Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreig. Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other CR2E031(10/92)

EL BROWN SEP 1 3 1995

ARTICLES OF INCORPORATION

OF

ACTIVE SOUND, INC.

The undersigned incorporator, for the purpose of forming a Corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE ONE

NAME

The Name of the Corporation shall be:

ACTIVE SOUND, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

10097 CLEARY BLVD., SUITE 223 PLANTATION, FL 33324

ARTICLE THREE

CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at one time is one thousand shares of common stock with a par value of one dollar.

ARTICLE FOUR

INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

RICHARD TOBIER 10097 CLEARY BLVD, SUITE 223 PLANTATION, FLORIDA 33324

ARTICLE FIVE

INCORPORATOR

The name and street address of the Incorporator is:

Richard Tobier 10097 Cleary Blvd., Suite 223 Plantation, Florida 33324 Telephone: (305) 389-8777

ARTICLE SIX

DIRECTORS

The business of the Corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of six directors.

ARTICLE SEVEN

OFFICERS

The Corporation shall have, initially, one director:

RICHARD TOBIER 202 LA COSTA LANE FT LAUDERDALE, FL 33326

CERTIFICATE OF DESIGNATION REGISTERED AGENT

Pursuant to the provisions of section 607.0501 Florida Statues, the undersigned corporation, under the laws of the State of Florida submits the following statement in designating the registered agent in the State of florida.

- The name of the Corporation is <u>ACTIVE SOUND, INC.</u>
- 2. The name and address of the registered agent is:

RICHARD TOBIER
10097 CLEARY BLVD., SUITE 223
PLANTATION, FL 33324

SIGNATURE Corporate Officer

TITLE (Conduct)

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in that 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.

DATED: this ___ day of _SEPTEMBER_ 1995'.

REGISTERED AGENT