

P95000091781



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 409504 4300090

AUTHORIZATION : Patricia Pygott

COST LIMIT : \$ 35.00

ORDER DATE : May 29, 1997

ORDER TIME : 9:57 AM

ORDER NO. : 409504-005

900002186149--E

CUSTOMER NO: 4300090

CUSTOMER: Jennifer Madrid, Esq  
Baer, Marks & Upham  
805 Third Avenue, 19th Floor  
New York, NY 10022

DOMESTIC AMENDMENT FILING

NAME: FLORIDA SOUND ENGINEERING  
COMPANY

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED  
97 MAY 30 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
97 MAY 30 AM 11:15  
DIVISION OF CORPORATION

5/30 JTH  
JTH  
JTH

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FLORIDA SOUND ENGINEERING COMPANY

FILED  
97 MAY 30 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

**FIRST:** Amendments adopted: Article Eighth is hereby amended in its entirety to read as follows:

"Article Eighth: The registered agent of this corporation shall be Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301."

**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: N/A

**THIRD:** The date of each amendment's adoption: May 28, 1997.

**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 \_\_\_\_\_."  
voting group

- ☐ 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 28 of May, 1997.

  
\_\_\_\_\_  
Mitchell Kleinhandler, President

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: FLORIDA SOUND ENGINEERING COMPANY

2. The name and address of the registered agent and office is:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

(P.O. Box or Mail Drop Box NOT acceptable)

TALLAHASSEE, FLORIDA 32301

(City/State/Zip)

*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 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.*

DEBORAH D. SKIPPER, AS AGENT

Deborah D. Skipper

(Signature)

05-30-97

(Date)