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CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 JAN 10 AM 11:42

AL JAN 10 1995

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME 12:00 CK No. _____

BY _____

WALK-IN Will Pick Up 1/10 12:00

RE: Caribbean Sound
Corporation

C.C. FEE. DISBURSED

☒ Capital Express™
☒ Art. of Inc. File
 Corp. Record Search
 Ltd. Partnership File
☒ Foreign Corp. File
☒ () Cert. Copy(s) photo

☒ Art. of Amend. File
 Dissolution/Withdrawal
☒ C U S - 63 500001684165
 Fictitious Name File -01710736--01038--021
*****78.85 *****78.85

 Name Reservation
 Annual Report/Reinstatement
 Reg. Agent Service
 Document Filing

 Corporate Kit
 Vehicle Search
 Driving Record
 Document Retrieval

 UCC 1 or 3 File
 UCC 11 Search
 UCC 11 Retrieval
 _____ File No.'s, _____ Copies
 Courier Service
 Shipping/Handling
 Phone ()
 Top Priority
 Express Mail Prop.
 _____ FAX () _____ pgs.

SUBTOTALS _____

FEE.....\$
 DISBURSED.....\$
 SURCHARGE.....\$
 TAX on corporate supplies.....\$
 SUBTOTAL.....\$
 PREPAID.....\$
 BALANCE DUE.....\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

RECEIVED
 95 JAN 10 AM 12:18
 DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
CARIBBEAN SOUND CORPORATION**

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95 JAN 10 AM 11:42

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CARIBBEAN SOUND CORPORATION

The principal place of business of this corporation shall be 7506 Edgewater Circle, Lake Clark Shores, Florida 33406.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 7560 Edgewater Circle, Lake Clarke Shores, FL 33406 and the name of the initial registered agent of the corporation at that address is Christine Lazzara.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. DIRECTORS

This corporation shall have one Director, initially. The name and address of the Director is:

Christine Lazzara,
7560 EdgeWater Circle
Lake Clarke Shores, FL 33406

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Christine Lazzara
7560 EdgeWater Circle
Lake Clarke Shores, FL 33406

IN WITNESS WHEREOF, the undersigned, Christine Lazzara, has hereto set her hand and seal on this 26 day of ~~November~~^{DECEMBER}, 1995.

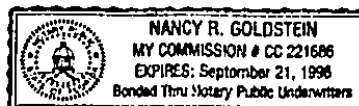
By:

Christine Lazzara
Christine Lazzara

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me in the County and State aforesaid, this 26 day of ~~November~~^{DECEMBER}, 1995 by Christine Lazzara, who is known to me to be the person in and who has executed the foregoing instrument and who has produced a Florida Driver's License as identification and who has/has not taken an oath.

Nancy R. Goldstein
Notary Public, State of Florida
Print name: Nancy R. Goldstein
Commission No. and Expiration:



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STATEMENT OF ACCEPTANCE AS REGISTERED AGENT.

In pursuance of Chapter 607. of the Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that CARIBBEAN SOUND CORPORATION, a Florida corporation with its principal office at 7560 EdgeWater Circle, Lake Clarke Shores, FL 33406, has appointed CHRISTINE LAZZARA, as its agent to accept service of process within this State.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505 Florida Statutes.

Dated: 12-26-95

By:

Christine Lazzara
CHRISTINE LAZZARA
Registered Agent