

P96000008527

PRO AUDIO ACCESSORIES INC.
1206 Sweetbriar Road
Orlando, Florida 32806

January 18, 1996

Secretary of State
Division of Corporation
409 East Gaines Street
Tallahassee, FL 32399

400001886794
-01/24/96--01055--002
*****78.75 *****78.75

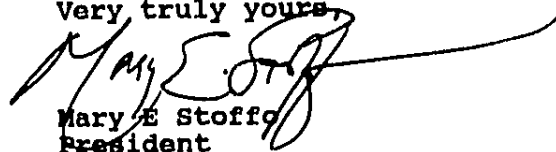
Re: Pro Audio Accessories Inc.

Gentlemen:

Enclosed please find Articles of Incorporation for Pro Audio Accessories Inc., together with my check in the amount of \$78.75

This represents the cost of the filing fees, Certificate of Status, and fee for Registered Agent Designation for the above named corporation.

Very truly yours,


Mary E. Stoffo
President

Encls.

FILED
56 JAN 24 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



ARTICLES OF INCORPORATION

of

PRO AUDIO ACCESSORIES INC.
(name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:
PRO AUDIO ACCESSORIES INC.
1206 Sweetbriar Rd, Orlando, Florida 32806

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of (One) Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

Name Mary E Stoffo
Address 1206 Sweetbriar Road
City Orlando Florida Zip 32806

FILED
JAN 24 1982
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director(s) of the corporation are as follows:

Name Mary E Stoffo - President
Address 1206 Sweetbriar Road
City Orlando Florida Zip 32806

ARTICLE VII - INCORPORATORS

The name and address of the person(s) signing these articles of Incorporation are as follows:

Name Mary E Stoffo - President
Address 1206 Sweetbriar Road
City Orlando Florida Zip 32806

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF**

PRO AUDIO ACCESSORIES INC.

FILED
JAN 24 1966
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 1206 Sweetbriar Road
Orlando Florida 32806

has named Mary E Stoffo

located at the aforesaid address, as its Registered Agent to accept service of process within this state

ACKNOWLEDGEMENT

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 Florida Law in keeping open said office.

Mary E. Stoffo
(Registered Agent)