

817 Honore Avenue
Sarasota, FL 34232

P96000041065

Secretary of State
Division of Incorporation
P.O.Box 6327
Tallahassee, FL 32314

Re: Proposed Incorporation of:
Walrick's Doghouse Sound and Promotions Inc.

Gentlemen:

Enclosed are 2 copies of the above proposed Articles of Incorporation for Walrick's
Doghouse Sound and Promotions Inc.

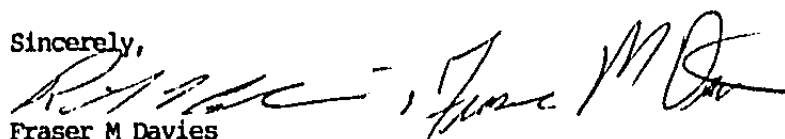
Also, enclosed is the filing fee of \$122.50.

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-04/20/96--01042--008
***122.50 ***122.50

It would be appreciated if you would process this corporation as soon as possible
and return the approved Articles to 817 Honore Ave, Sarasota, FL 34232.

Thank You.

Sincerely,


Fraser M Davies
Ricky L. Alvis

Date: 4-24-96

SECRETARY OF STATE
TALLAHASSEE, FL 32314

95 MAY 14 AM 11:13

100001800010

GB 5/14/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
96 MAY 16 AM 11:13
STATE
TALLAHASSEE

May 3, 1996

FRASER M. DAVIES
817 HONORE AVE
SARASOTA, FL 34232

SUBJECT: WALRICK'S DOGHOUSE SOUND AND PROMOTIONS INC.
Ref. Number: W96000009433

We have received your document for WALRICK'S DOGHOUSE SOUND AND PROMOTIONS INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

WE REQUEST THAT YOU LIST ONLY ONE REGISTERED AGENT.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6931.

Garrett Blanton
Document Specialist

Letter Number: 196A00021538

ARTICLES OF INCORPORATION
OF
WALRICK'S DOGHOUSE SOUND AND PROMOTION INC.

95 MAY 15 1990 13

ARTICLE I.--NAME

The name of this corporation is WALRICK'S DOGHOUSE SOUND AND PROMOTION INC.

ARTICLE II.--DURATION

This corporation shall exist perpetually.

ARTICLE III.--PURPOSE

This corporation is organized for the purpose of any and all lawful business for which corporation may be incorporated under the Florida General Corporation Act.

ARTICLE IV.--POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V.--CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock having a par value of one (1) dollar per share.

ARTICLE VI.--PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his pro-rata share of any new stock of this corporation of the same, kind, class or series as that which he already holds at the price at which it is offered to all other shareholders.

ARTICLE VII.--INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial registered office of this corporation is 817 Honore Avenue, Sarasota, FL 34232, and the names of the initial resident agents at that address is RICKY L. ALVIS and FRASER M. DAVIES.

ARTICLES VIII.--MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction of shareholders of this corporation, the act of stockholders representing majority of the outstanding share of the corporation entitled to vote, represented in person or proxy, shall be entitled to one of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE IX.--INCORPORATOR

The name and address of the persons signing these articles are:

RICKY L. ALVIS
817 Honora Avenue
Sarasota, FL 34232

FRASER M. DAVIES
817 Honora Avenue
Sarasota, FL 34232

ARTICLE X.--BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.

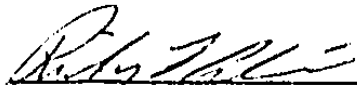
ARTICLE XI.--INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

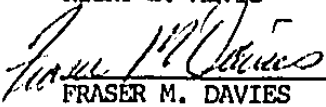
ARTICLE XII.--AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any amendment hereto, and any right conferred upon the shareholders is subject to the reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the articles of incorporation, this 24 day of April, 1996.


RICKY L. ALVIS

L.S.


FRASER M. DAVIES

L.S.

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 24 day of April, 1996, by RICKY L. ALVIS, and FRASER M. DAVIES who is personally known to me or who has produced _____ (Type of identification) as identification and who did (did not) take an oath. If no type of identification is indicated, the above referenced person is personally known to me.


NOTARY PUBLIC

Jennifer L Jensen
PRINTED NAME

(SEAL)



JENNIFER L. JENSEN
MY COMMISSION # CC484304 EXPIRES
May 16, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

RE: WALRICK'S DOGHOUSE SOUND AND PROMOTIONS INC.

This is to state that the above referenced company's

Principal Address:


817 Honore Ave.
Sarasota, FL 34232


Office Address:

817 Honore Ave.
Sarasota, FL 34232

Principal and Office address is one and the same.

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."


Ricky L. Davis


Fraser M. Davies


Notary Public

Jennifer L. Jensen
Printed Name

(Seal)



JENNIFER L. JENSEN
MY COMMISSION # CC464304 EXPIRES
May 18, 1999
BONDED THRU TROY FAIR INSURANCE, INC.