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M. TODD MERRITT
C. BRADLEY HALL, JR.

KRISTEN L. JOHANNESSEN
ANNE K. DINAN
JANET M. GREENE

PLEASE REPLY TO:

P. O. Box 2019
Sarasota, FL 34230

June 28, 1996

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****131.25 ****131.25

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Subject: BOCA SOUNDS SOLUTIONS, INC.

Dear Sir or Madam:

Enclosed is an Original and two copies of the Articles of Incorporation and a check for \$131.25 for the filing fee, a certified copy and certificate. Please forward the appropriate documents to

Patrick E. Higgins
401 N.E. 37th Street
Boca Raton, FL 33431

Phone: (407) 447-8506

Very truly yours,

Paul N. Ingram
Paul N. Ingram

PNI/mw
cc: Patrick Higgins
Enc.

RECEIVED
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ARTICLES OF INCORPORATION
OF
BOCA SOUND SOLUTIONS, INC.

FILED
JUL-1 1986
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

Article I. Name and Address. The name and address of the Corporation is: BOCA SOUND SOLUTIONS, INC., 401 N.E. 37th Street, Boca Raton, Florida 33431.

Article II. Duration. The duration of the Corporation is perpetual.

Article III. Purpose. The general purposes for which the Corporation is organized are the follows:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article IV. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue 7,500 share of common stock. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

Article V. Initial Registered Office and Agent. The street address of the initial Registered Office of the Corporation is 401 N.E. 37th Street, Boca Raton, Florida 33431, and the name of its initial Registered Agent at that address is Patrick E. Higgins.

Article VI. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than two. The name and address of each initial Director of the Corporation is as follows:

Patrick E. Higgins

401 N.E. 37th Street
Boca Raton, Florida 33431

Mark Witt

3438 S.W. 24th Terrace
Miami, Florida 33145

Article VII. Incorporators. The name and address of each Incorporator is as follows:

Patrick E. Higgins 401 N.E. 37th Street
Boca Raton, Florida 33431

Mark Witt 3438 S.W. 24th Terrace
Miami, Florida 33145

Article VIII. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 19 day of June, 1996.

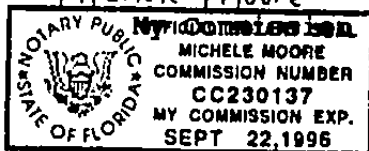
Patrick E. Higgins
PATRICK E. HIGGINS

Mark Witt
MARK WITT

STATE OF FLORIDA)
 : ss.
COUNTY OF Palm Beach)

Before me personally appeared PATRICK E. HIGGINS and MARK W. WITT, to me personally known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed said instrument for the purposes therein expressed and they did take an oath.

WITNESS my hand and official seal this 19 day of June, 1996.



Expires:

Michele Moore
Notary Public

Print Name: Michele Moore

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of BOCA SOUND SOLUTIONS, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 19 day of June, 1996

Patrick E. Higgins
PATRICK E. HIGGINS, Registered Agent

FILED
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FLORIDA