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TRANSMITTAL LETTER

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96 JUL 15 PM 1:24

SECRET
TALLAHASSEE, FLORIDA

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

SUBJECT: VIRTUAL SOUND, INC.
(Proposed corporate name - must include: (flx))

100001893781
-07/16/96--01015--003
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

GARY LEMBERGER

Name (printed or typed)

100 N.W. 82nd Ave., Suite 402

Address

Plantation, Fl. 33324

City, State & Zip

954-370-8859

Daytime Telephone number

*Also enclosed is a copy of the letter dated April 29, 1996
reserving the corporate name under number R96000002158. Thank-you
for your prompt attention to this incorporation.

NOTE: Please provide the original and one copy of the articles.

7-16-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

SECRET
TALLAHASSEE, FLORIDA

April 20, 1996

CAPITAL CONNECTION INC.

The name VIRTUAL SOUND, INC. has been reserved for 120 days beginning April 29, 1996. The reservation number is R96000002158 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 396A00020304

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

VIRTUAL SOUND, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

100 N.W. 82nd Ave., Suite 402
Plantation, Fl. 33324

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000. shares

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Gary Lemberger
100 N.W. 82nd Ave., Suite 402
Plantation, Fl. 33324

ARTICLE V INCORPORATOR(S)

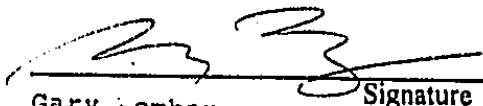
See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Gary Lemberger
100 N.W. 82nd Ave., Suite 402
Plantation, Fl. 33324

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of June, 19 96.



Gary Lemberger

Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: VIRTUAL SOUND, INC.

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

Gary Lembergor
(NAME)

100 N.W. 82nd Ave., Suite 402
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Plantation, Fl. 33324
(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.


(SIGNATURE)

June 18th, 1996
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

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95 JUN 15 PM 1:26
TALLAHASSEE, FLORIDA
SECRETARY OF STATE