

P96000062302

TRANSMITTAL LETTER

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

800001902098
-07/23/96--01108--006
*****78.75 *****78.75

SUBJECT: Home Theatre Engineering, Inc.

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

\$78.75

**FROM: Todd Stephenson
16415 North Florida Avenue
Lutz, FL 33549
(813) 980-3079**

FILED
96 JUL 23 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

B. REGISTER JUL 25 1996

FILED
96 JUL 23 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

Home Theatre Engineering, Inc.

ARTICLES I - NAME

Home Theatre Engineering, Inc.

ARTICLE II - PRINCIPLE OFFICE

physical address:

16415 North Florida Avenue
Lutz, FL 33549

mailing address:

P.O. Box 292212
Tampa, FL 33687-2212

ARTICLE III - SHARES

The number of shares of stock this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

Daryl L. Mathis
16415 North Florida Avenue
Lutz, FL 33549

ARTICLE V - INCORPORATOR(S)

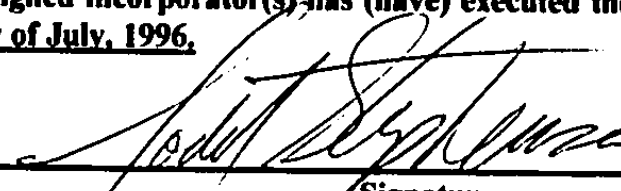
President - Todd Stephenson
105 Glen Ridge Circle
Temple Terrace, FL 33617

Vice-President - Daryl L. Mathis
12403 North 53rd Street
Tampa, FL 33617

Secretary - Claudia Stephenson
105 Glen Ridge Avenue
Temple Terrace, FL 33617

Treasurer - Claudia Stephenson
105 Glen Ridge Avenue
Temple Terrace, FL 33617

**The undersigned incorporator(s) has (have) executed these Articles of Incorporation
this 1st Day of July, 1996.**



Signature



Signature



Signature

96 JUL 23 PM 1:11
SECRET
TALLAHASSEE, FLORIDA

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

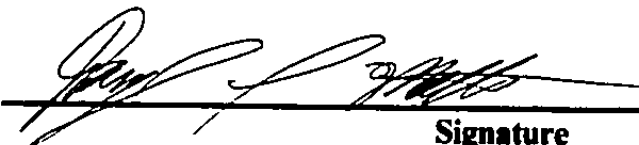
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Home Theatre Engineering, Inc.

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

Daryl L. Mathis
16415 North Florida Avenue
Lutz, FL 33549

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

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