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FILED
96 AUG 19 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 9, 1996

Secretary of State
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, Florida 32314

INNOVATIVE AUDIO VIDEO INC
9845 SW 117 PL
MIAMI FL 33186

Re: Incorporation of Innovative Audio Video, Inc.


600001926646
-09/20/96--01105--018
****131.25 ****131.25

Dear Sir and/or Madam:

Enclosed please find original and copy of Articles of Incorporation, reference the above noted matter. Please file same with the Secretary of State and return a filed copy to this office along with a certificate of good standing. In furtherance thereof, enclosed please find our check in the amount of \$131.25 payable to the Secretary of State representing the costs in this matter.

If you have any questions, kindly advise.

Very truly yours,


ROGELIO CISNEROS

Enclosures

Xb
8-22-96

ARTICLES OF INCORPORATION
OF
INNOVATIVE AUDIO VIDEO, INC.

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THE UNDERSIGNED subscriber to these Articles of Incorporation, is a natural person, competent and hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is INNOVATIVE AUDIO VIDEO, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence unless dissolved according to law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without the issuance of fractional shares, at the same price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND
ADDRESS OF CORPORATION

The street address of the initial registered office of this corporation is 9845 S.W. 117 Place, Miami, FL 33155 and the name of the initial registered agent of this corporation at that address is ROGELIO CISNEROS.

The address of the corporation's principal office is 5114 S.W. 72 Avenue, Miami, FL 33155.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (3) 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 directors of this corporation is:

Rogelio Cisneros, President
9845 S.W. 117 Place
Miami, FL 33186

Robert C. Gross, Vice President
5114 S.W. 72 Avenue
Miami, FL 33155

Maria Cisneros, Director
5114 S.W. 72 Avenue
Miami, FL 33155

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ARTICLE VIII - INCORPORATOR

The names and address of the person signing these Articles of Incorporation is:

Rogelio Cisneros
9845 S.W. 117 Place
Miami, FL 33186

ARTICLE IX - ACCEPTANCE BY REGISTERED AGENT

I, ROGELIO CISNEROS, as Registered Agent, do hereby accept to act as Registered Agent of this corporation and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of August, 1996.


ROGELIO CISNEROS

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State and

County set forth above, personally appeared, ROCELIO CISNEROS, who is personally known to me and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 12 day of August, 1996



NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

