

LAW OFFICES OF  
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September 5, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

RE: HOME THEATER AND SOUND DESIGN, INC.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for HOME  
THEATER AND SOUND DESIGN, INC.

Enclosed is my check in the amount of \$122.50 for the  
following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Designation	35.00
	<hr/>
	\$ 122.50

000001941520  
-09/06/96--01067--020  
\*\*\*\*122.50 \*\*\*\*122.50

With very best regards, I am

Yours truly,

  
Gregory G. Gay, Esquire

GGG/mb

Enclosure

F:\HOME

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FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
HOME THEATER AND SOUND DESIGN, INC.

ARTICLE I.

NAME

The name of this corporation is HOME THEATER AND SOUND DESIGN,  
INC.

ARTICLE II.

DURATION

This corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

The purposes for which this corporation is organized is for the  
transaction of any and all lawful business for which a corporation  
may be organized under Florida Statute 607.

ARTICLE VI.

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar  
(\$1.00) par value common stock.

ARTICLE V.

PREEMPTIVE RIGHTS

Every shareholder, 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 (as nearly as  
may be done without issuance of fractional shares) at the price at which  
it is offered to others.

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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ARTICLE VI.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1613 Grandview Drive, Tarpon Springs, Florida 34689 and the name of the initial registered agent of this corporation at that address is JAMES G. MILLNS.

ARTICLE VII.

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially.  
The name and address of the director of this corporation is:

James G. Millns  
1613 Grandview Drive  
Tarpon Springs, Florida 34689

ARTICLE VIII

INCORPORATORS

The name and address of the person signing these articles is:

James G. Millns  
1613 Grandview Drive  
Tarpon Springs, Florida 34689

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 5<sup>th</sup> day of September, 1996.

James G. Millns


STATE OF FLORIDA

COUNTY OF PASCO

I HEREBY CERTIFY that on this 5<sup>th</sup> day of September, 1996,  
JAMES G. MILLNS, personally appeared before me, the undersigned

authority, to me well known to me to be the person described in the foregoing Articles of Incorporation, who acknowledged to me that he executed said Articles of Incorporation as his free and voluntary act and deed for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at New Port Richey, Pasco County, Florida, the day and year last above written.

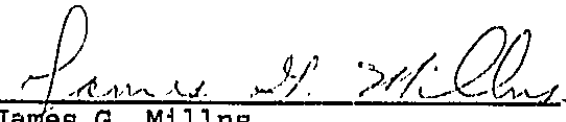
  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE,  
NAMING AGENT UPON WHOM SERVICE MAY BE SERVED

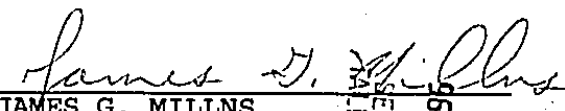
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That HOME THEATER AND SOUND DESIGN, INC., desiring to organize under the laws of the State of Florida with its principal place of business as 1613 Grandview Drive, Tarpon Springs, Florida 34689, has named James G. Millns, 1613 Grandview Drive, Tarpon Springs, Florida 34689 as its agent to accept service of process within this State at that address.

  
James G. Millns

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

  
JAMES G. MILLNS

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA