

P96000104269

HI-FI CHOICE, INC.
1470 N.E. 123 STREET #913
North Miami, FL
33161

December 20, 1996

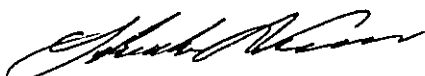
State of Florida
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

700002036497--5
-12/24/96--01040--014
***\$122.50 ***\$122.50

Gentlemen:

Enclosed please find the Articles of Incorporation for HI-FI CHOICE, INC., and a check in the amount of \$122.50 to cover the filing of these articles.

Very truly yours,


Yehuda Norman
Incorporator

EFFECTIVE DATE
Jan 1, 1997

Dmc
12/30/96

FILED
95 DEC 23 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
HI-FI CHOICE, INC.**

FILED
96 DEC 23 PM 4:21
TALLAHASSEE
FLORIDA

The undersigned, acting as incorporator of HI-FI CHOICE, INC., under the Florida Business Corporation Act, adopts the following articles of incorporation.

ARTICLE I - NAME

The name of the corporation is:

HI-FI CHOICE, INC.

EFFECTIVE DATE

Jan. 1, 1997

ARTICLE II - ADDRESS

The mailing address of the corporation is:

1470 N.E. 123 STREET #913
North Miami, FL 33161

ARTICLE III - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence January 1, 1997.

ARTICLE IV - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of the United States and the State of Florida.

ARTICLE V - AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1470 N.E. 123 Street #913, North Miami, FL 33161, and the name of the corporation's initial registered agent at that address is Yehuda Norman.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either be increased or diminished from time to time, as provided in the bylaws, but never be less than one. The name and street address of the initial director are:

NAME:
Yehuda Norman

ADDRESS:
1470 N.E. 123 Street #913
North Miami, Florida
33161

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is:

NAME:
Yehuda Norman

ADDRESS:
1470 N.E. 123 Street #913
North Miami, Florida
33161

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders which specifically provides that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these articles of incorporation in the manner described by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these articles of incorporation the 19th day of December, 1996.

A handwritten signature in cursive script, appearing to read 'Yehuda Norman', is written over a horizontal line.

YEHUDA NORMAN
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

Before me, a notary public authorized to take acknowledgement in the state and county set forth above, personally appeared YEHUDA NORMAN, known to me and known by me to be the person who executed the foregoing articles of incorporation, and he/she acknowledged before me that he/she executed the articles of incorporation.

In witness whereof, I have hereunto set my hand and seal in the state and county aforesaid this 19 day of December, 1996.

Patricia Miller
Notary Public

OFFICIAL NOTARY SEAL
PATRICIA MILLER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC569284
MY COMMISSION EXP. JULY 19, 2000

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with and accept the obligations of that position.

Yehuda Norman
YEHUDA NORMAN