

P97000008521

WILLIAM P. GRAY
7838 SUNFLOWER DRIVE.
MARGATE, FL. 33063

JANUARY 21, 1997

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL. 32302

600002066916--8
-01/24/97--01006--015
*****78.75 *****78.75

SUBJECT: SOUND ACCOUSTICS INC.
(PROPOSED NAME OF CORPORATION)

ENCLOSED YOU WILL FIND THE SUM OF \$78.75 AS WELL AS ONE ORIGINAL
AND ONE COPY OF THE ARTICLES OF INCORPORATION.

THANKING YOU IN ADVANCE

x William P. Gray
WILLIAM P. GRAY

FILED
97 JAN 23 11 10 35
TALLAHASSEE, FLORIDA

1-29-97

ARTICLES OF INCORPORATION

OF

SOUND ACCOUSTICS INC.

FILED

97 JAN 23 AM 10:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED INCORPORATOR(S) FOR PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE 1 - NAME

THE NAME OF THIS CORPORATION IS:

SOUND ACCOUSTICS INC.

ARTICLE II - PRINCIPAL OFFICE

THE PRINCIPAL OFFICE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

7836 SUNFLOWER DRIVE.
MARGATE, FL. 33063

ARTICLE III - CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

FIVE HUNDRED **COMMON SHARES AT ONE DOLLAR PAR.**

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

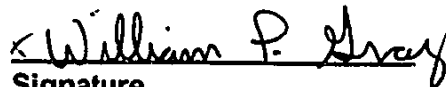
WILLIAM P. GRAY
7836 SUNFLOWER DRIVE.
MARGATE, FL. 33063

ARTICLE V - INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS (ARE):

**1 WILLIAM P. GRAY
 7836 SUNFLOWER DRIVE.
 MARGATE, FL. 33063**

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS 21ST DAY JANUARY, 1997.


Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

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

1. THE NAME OF THE CORPORATION IS:

SOUND ACCOUSTICS INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

WILLIAM P. GRAY

(NAME)

7836 SUNFLOWER DRIVE.

(P.O. BOX NOT ACCEPTABLE)

MARGATE, FL. 33063

(CITY/STATE/ZIP CODE)

97 JAN 23
FILED
TALLAHASSEE, FLORIDA
97 JAN 23 AM 10:35
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROGRES:
FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFIC
I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN
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 OF MY POSITION AS REGISTERED
AGENT.

SIGNATURE : * William P. Gray

DATE : JANUARY 21, 1997