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FLORIDA DIVISION OF CORPORATIONS

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((H97000001383 3)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (904)385-6735  
(904)385-6761

FAX #:

NAME: UNITED SOUND ENTERTAINMENT, INC. AUDIT NUMBER.....H97000001383 DOC  
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0  
PAGES..... 3 CERT. COPIES.....0 DEL.METHOD.. FAX EST.CHARGE..  
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

UNITED SOUND ENTERTAINMENT, INC.

ARTICLE I - Name

The name of this Corporation is UNITED SOUND ENTERTAINMENT, INC.

ARTICLE II - Duration

This corporation shall exist perpetually.

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 one thousand (1,000) shares of One dollar per value (\$1.00) common stock which shares shall be designated "Common Shares".

ARTICLE V Initial Registered Office and Agent

The street address of the initial office of this corporation is:  
2013 E. Orange Ave., Orlando, Fl. 32806 and the name of the initial  
registered agent of this corporation is: DAVID R. FARBSSTEIN, ESQ.,  
his address is 2765 W. Cypress Creek Rd., Ft. Lauderdale, Fl. 33309.

THIS DOCUMENT PREPARED BY:

DAVID R. FARBSSTEIN, ESQ.  
2765 W. Cypress Creek Rd.  
Ft. Lauderdale, Fl. 33309  
Fla. Bar No. 198889  
305-977-7801

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ARTICLE VI Initial Board of Directors

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial Director of this corporation is: .

DONNA L. PIRRO

2013 S. Orange Ave.  
Orlando, Fl. 32806

ARTICLE VII Incorporator

The name and address of the persons signing these Articles is:

DONNA L. PIRRO

2013 S. Orange Ave.  
Orlando, Fl. 32806

ARTICLE VIII Amendments

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the 21<sup>ST</sup> day of January, 1997.

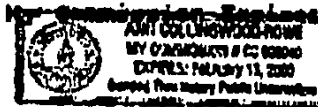
Donna L. Pirro  
DONNA L. PIRRO

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public, authorized to take acknowledgments in the County and State set forth above, personally appeared, DONNA L. PIRRO, known by me to be the persons who executed the foregoing Articles of Incorporation. Further, said individuals furnished the following type of identification to the undersigned, to-wit: FLA. DRIVER'S LICENSE

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 21<sup>ST</sup> day of January, 1997.

NOTARY PUBLIC



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

PURSUANT TO Chapter 48.091, Florida Statutes, the following is  
submitted in compliance with said Act:

FIRST: That UNITED SOUND ENTERTAINMENT, INC. is qualified to  
do business under the laws of the State of Florida with its principal  
office at: 2013 S. Orange Ave., Orlando, Fl. 32806 and has as  
appointed DAVID R. FARBSSTEIN, ESQ. of 2765 W. Cypress Creek Rd., Ft.  
Lauderdale, Fl. 33309, County of Broward, State of Florida, as its  
agent to accept service of process within the State.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated  
corporation, a place designated in this certificate, I am familiar  
with, and hereby accept the duties and responsibilities as registered  
agent for said corporation and agree to comply with the provisions of  
said Act relative to keeping open said office.

  
DAVID R. FARBSSTEIN  
Resident Agent

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