

T.A.B.S.
TAXES • ACCOUNTING • BOOKKEEPING SERVICES

P97000011709

Shirley A. Tyler • ENROLLED AGENT

(813) 528-8633
(813) 528-8533
FAX (813) 528-8644

December 17, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Fl. 32314

Re: T B & S SERVICES, INC.
dba SIMPLY SPEAKERS
FEIN 59-3416229

300002077389--2
-02/04/97--01169--016
****122.50 ****122.50

Enclosed herewith please find two (2) originals of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of One Hundred Twenty Two Dollars and Fifty Cents (\$122.50) to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
TOTAL FEES	\$122.50

Please return a certified copy of the Articles of Incorporation to my attention.

Sincerely,

T.A.B.S.

Shirley A. Tyler, EA

T B & S SERVICES, INC., dba SIMPLY SPEAKERS
Thomas E. Ryan, President

FILED
97 FEB - 21 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/6/97
[Signature]

SECRET
TALLAH.
97 FEB -3
FILED
JE STATE
E. FLORIDA
12:50

ARTICLES OF INCORPORATION
OF
T B & S SERVICES, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be: T B & S SERVICES, INC. The principal place of business will be 11203 49th St. N., Clearwater, Fl. 34622.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of common stock, each having a par value of One Dollar (\$1.00.)

ARTICLE V - I.R.C. SECTION 1244

It is the intent of the incorporator to qualify the shares of common stock issued hereunder as "Section 1244 Stock" pursuant to section 1244 of the Internal Revenue Code of 1986, as amended.

ARTICLE VI - OFFICERS

The name and street address of the initial officers and directors who shall hold office the first year of the corporation's existence or until a successor is elected are:

<u>NAME</u>	<u>ADDRESS</u>
Thomas E. Ryan, President SSN 197-42-1623	327 87th Av. N. St. Petersburg, Fl. 33702
Beverly A. Ryan, Sec./Treasurer SSN 163-44-3765	327 87th Av. N. St. Petersburg, Fl. 33702
Sean P. Ryan, Vice President SSN 589-20-2179	6121 38th Av. N. St. Petersburg, Fl. 33709

ARTICLE VII - INITIAL REGISTERED AGENT

The name of initial registered agent of this Corporation is Thomas E. Ryan, and the street address of the initial registered agent is 327 87th Av. N., St. Petersburg, Fl. 33702.

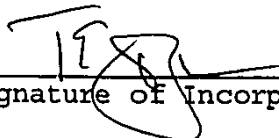
ARTICLE VIII - INCORPORATORS

The name of the incorporator of these Articles of Incorporation is: Thomas E. Ryan.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, The undersigned incorporators have executed these Articles of Incorporation this 30 day of JAN, 1998.



Signature of Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING Instrument was acknowledged and sworn to before me this 30th day of JANUARY, 1998, by Thomas E. Ryan, who is personally known to me or has provided _____ as identification.

(Seal)



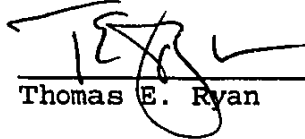
Notary Public

My Commission Expires: _____



ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.



Thomas E. Ryan

SECRET
TALLAHASSEE