

TRANSMITTAL LETTER

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

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-02/06/97--01118--014
****131.25 ****131.25

SUBJECT: Synergy Audio Video Home Theatre Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

X \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

Name (Printed or typed)

Richard G. McLaughlin

Address

310 N.W. 52 Ct.

City, State & Zip

Fort Lauderdale, Fl. 33309

Daytime Telephone number

(954) 771-9272

FEB 7

BSB

FILED
97 FEB -6 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Synergy Audio Video Home Theatre Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

310 N.W. 52 Ct.
Fort Lauderdale, Fl.
33309

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Richard G. McLaughlin
310 N.W. 52 Ct.
Fort Lauderdale, Fl.
33309

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Richard G. McLaughlin , Pres.
310 N.W. 52 Ct.
Fort Lauderdale, Fl.
33309

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

2 day of February , 19 97 .

(An additional article must be added if an effective date is requested.)

Signature

Richard G. McLaughlin Pres.

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the corporation is Synergy Audio Video Home Theatre Inc.
2. The name and address of the registered agent and office is:

Richard G. McLaughlin

(NAME)

310 N.W. 52 Ct.

(P. O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Fort Lauderdale, Fl. 33309

(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this 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 my position as registered agent.


(SIGNATURE)

Feb. 2 1997
(DATE)