

S

5:2 PM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

P97000028199

((H9700005178 3)))

TO: DIVISION OF CORPORATIONS FAX #: (904)922-4001
FROM: EMPIRE CORPORATE KIT COMPANY ACCT#: 072450003255
CONTACT: RAY STORMONT
PHONE: (305)541-3694 FAX #: (305)541-3770

NAME: E. Q. SOOUND CORP.
AUDIT NUMBER.....H9700005178
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 6
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

NUM Connect: 00:06:06

RECEIVED

97 MAR 28 AM 7:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
MARCH 28 1997
FLORIDA SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAR 28 AM 9:33

H97000005178

(6) ARTICLES OF INCORPORATION
of

E. Q. SOUND CORP.

I, THE UNDERSIGNED, RAUL E. GALINDO associate myself for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida.

ARTICLE I

The name of this corporation shall be:

E. Q. SOUND CORP.

ARTICLE II

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things mentioned, as fully and to the same extent as natural persons might or could do, viz:

- a. To engage in any legal business.
- b. In the purchase or acquisition of business rights of franchises, or for additional working capital, or for any other object in or about its business or affairs, and without limit as to amount, to incur debt, and to raise, borrow, and secure the payment of money in any lawful manner, including issue and sale of other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidence of all kinds, whether secured by mortgage, pledge, deed or trust otherwise.
- c. Generally to perform and make contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and perform any other acts or things, and to exercise any and all powers which a co-partnership or natural person could do and exercise, and which now are, or hereafter may be authorized by law and generally to do and perform any and all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied.

Alfredo Sanchez
5200 SW 8th St.
Miami, FL 33134
(305) 445-9025

1 H97000005178

97 MAR 28 AM 9:33
FILED
SECRETARIAL STATE
TALLAHASSEE, FLORIDA

H97000005178 ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall be divided into 100 shares of common stock of NON PAR value.

All said stocks shall be payable in cash, property, labor or services at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose, or paid for, with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for the purpose. None of the stockholders herein, or anyone who may become stockholders of this corporation, shall have or shall ever have pre-emptive rights in and to any authorized or un-issued stocks of this corporation until such time as an Amendment to the By-Laws may be passed. This provision is made pursuant to Florida Statute 608.42.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall be a minimum of ONE HUNDRED AND 00/100 DOLLARS.

ARTICLE V

CORPORATE EXISTING

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be 5490 WEST 4TH COURT, HIALEAH, FLORIDA 33012 and with the privilege of having branch offices at other places within or without the State of Florida.

2

H97000005178

H97000005178

ARTICLE VII

The Resident Agent designated to accept service of process for the corporation shall be RAUL E. GALINDO.

ARTICLE VIII

The number of Directors of this corporation shall be not less than ONE (1) nor more than FIVE (5).

ARTICLE IX

DIRECTORS

The names and addresses of the first Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

NAME	ADDRESS
RAUL E. GALINDO	5490 WEST 4TH COURT HIALEAH, FL 33012

ARTICLE X

The name and address of the Officers of this corporation who shall hold office for the first year or until their successors are chosen shall be:

NAME	TITLE	ADDRESS
RAUL E. GALINDO	PRESIDENT	5490 WEST 4TH COURT HIALEAH, FL 33012

ARTICLE XI

The names and post office addresses of the subscribers and the number of shares each agree to take are:

NAME	ADDRESS	NUMBER OF SHARES
RAUL E. GALINDO	5490 WEST 4TH COURT HIALEAH, FL 33012	100

H97000005178

ARTICLE XIII

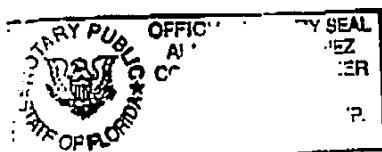
ACKNOWLEDGMENT

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this 19TH DAY OF MARCH, 1997 Personally appeared before me, the undersigned Notary Public in and for the State of Florida, RAUL E. GALINDO, party to the foregoing Certificate of Incorporation, and each acknowledged that he or she did make, subscribe and acknowledge the foregoing Certificate as and for his or her voluntary act and deed, and that the facts herein set forth are true and correct as given under my hand and official seal, the day and year written at Miami, Dade County, Florida.

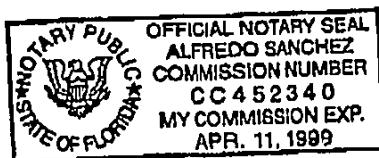

Notary Public
State of Florida at Large

My commission expires:



Subscriber:


RAUL E. GALINDO - PRESIDENT



H97000005178

H9700005178
ARTICLE XII

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

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

First, that E. Q. SOUND CORP. (name of the corporation)
desiring to organize or qualify under the laws of the State
of Florida, with its principal place of business at City of
Miami Beach, State of Florida, has name RAUL E. GALINDO of
5490 WEST 4TH COURT, HIALEAH, FLORIDA 33012 as its agent to
accept services of process within Florida.

Raul E. Galindo
GALINDO

CORPORATE OFFICER

DATE: MARCH 19, 1997 RAUL E.

SEARCHED
INDEXED
SERIALIZED
FILED
MAR 28 1997
CLERK'S OFFICE
FLA. STATE COURT
CC: 33

Having been named to accept service of process for the
above stated corporation, at the place designated in this
Certificate, I hereby agree to act in this capacity, and I
further agree to comply with the provisions of all Statutes
relative to the proper and complete performance of my duties.

Raul E. Galindo
RAUL E. GALINDO

DATE: MARCH 19, 1997