

G. W. GARMAN & CO.

M R O L E S

3801 S. OCEAN DR 4Z
HOLLYWOOD FL 33019

Telephone 954.455.9104
TELECOPIER 954-961-0773

P97000055220

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:53

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Fl 32314
(904) 488-9000

800002220468--1
-06/23/97--01177--005
*****70.00 *****70.00

Dear Sirs/Madam:

Enclosed is an original and one (1) copy of the Articles of
Incorporation of A + D Sound Design Inc for filling purposes.

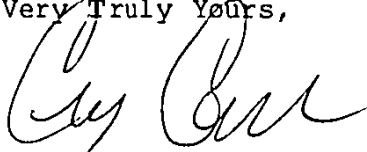
Also enclosed is an executed original of the registered
agent's written acceptance of his appointment as registered
agent.

Also enclosed is a check for \$ 70.⁰⁰ to cover filing fees.

Please send a stamped copy of the Articles to the
undersigned at the above address.

Thank you for your prompt attention.

Very Truly Yours,



Guy Garman
FOR THE FIRM
954-455-9104

5/24

Articles of Incorporation
of
A & D SOUND DESIGN, INC.
ARTICLE I. NAME

The name of this Florida Corporation is

A & D SOUND DESIGN, INC.

ARTICLE II. ADDRESS

The mailing address of the Corporation is

2740 N STATE RD 7 # C
LAUDERDALE LAKES FL, FLORIDA 33324

ARTICLE III. CAPITAL STOCK

*The Corporation shall have the authority to issue 1000 shares of common stock,
par value \$0.1 per share.*

ARTICLE IV. REGISTERED AGENT

The name and address of the registered agent of the Corporation is

ALON ASAF
740 COCO PLUM CIR # 2 PLANTATION FL 33324

ARTICLE V. BOARD OF DIRECTORS

*The affairs of the Corporation shall be managed by a Board of Directors
consisting of no less than one director. The number of directors may be
increased or decreased from time to time in accordance with the Bylaws of the
Corporation. The election of directors shall be done in accordance with the
Bylaws. The directors shall be protected from personal liability to the fullest
extent permitted by law. The name of each initial member of the Corporation's
Board of Directors is*

ALON ASAF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:53

ARTICLE VI. INCORPORATOR

The name and address of the incorporator is:

ALON ASAF
740 COCO PLUM CIR # 2 PLANTATION FL 33324

*The authorized representative of the incorporator executed thes Articles of
Incorporation on June 18, 1997 .*

By X ALON ASAF

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

CORPORATION

A & D SOUND DESIGN, INC.

REGISTERED AGENT

ALON ASAF
740 COCO PLUM CIR # 2 PLANTATION FL 33324

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 JUN 23 AM 9:53

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By X ALON ASAF
ALON ASAF

Date: June 18, 1997