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Dec. 20, 1997

Secretary of State  
Divisions of Corporations  
409 East Gaines St.  
Tallahassee, FL 32301

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-12/23/97--01107--010  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed herewith are two copies Articles of Incorporation for Raye Corporation, a check for \$122.50, and a self addressed stamped envelope. We duly request a Certificate of Incorporation from the State of Florida for the business stated in the Articles.

Please return one copy of the certified Articles of Incorporation with the certificate in the supplied SASE. For questions I may be reached at:

Steven R. Greenbaum, PE  
911 SE 5<sup>th</sup> Terr.  
Pompano Beach, FL 33060

Ph. (954)941-9077

Thank you.

Yours truly,



Steven R. Greenbaum, PE

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

RP  
010598



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

December 24, 1997

STEVEN R. GREENBAUM, PE  
911 S.E. 5TH TERRACE  
POMPANO BEACH, FL 33060

SUBJECT: RAYE CORP.  
Ref. Number: W97000028632

We have received your document for RAYE CORP. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purinton  
Document Specialist

Letter Number: 997A00060365

# CERTIFICATE OF INCORPORATION

OF

**S9 CORP.**

We the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State of Florida this Certificate of Incorporation and to that end we do, by this Certificate, set forth:

## ARTICLE I

The name of this corporation (which is hereinafter called the "Corporation") is:

**S9 CORP.**

## ARTICLE II

The general nature of the business and the objects and purposes to be transacted and carried on are to do any and all things allowed and permitted to be done by corporations under the Statutes of the State of Florida and to do any and all of the things hereinafter mentioned as fully and to the same extent as natural persons might or could do, to-wit:

- a. ENGINEERING CONSULTING, DESIGN ENGINEERING, DRAFTING, PROJECT MANAGEMENT AND SERVICES RELATED TO THE TRADE AS PERMITTED BY THE LAW.

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- b. INDEPENDANT AUDIO AND VIDEO RECORDING AND DISTRIBUTION AND SERVICES RELATED TO THE TRADE AS PERMITTED BY THE LAW.

### ARTICLE III

The stock of this Corporation shall be divided into ONE THOUSAND--(1000) shares of stock of the par value of FIFTY DOLLARS (\$50.00) per share, all of one class, namely, common Stock, and having an aggregate value of FIFTY THOUSAND (\$50,000.00). All said stock 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 that purpose; property, labor or services may be purchased or paid for with the capital stock; at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

### ARTICLE IV

The amount of capital with which this Corporation shall begin business shall be no less than FIVE HUNDRED DOLLARS-----(\$500.00).

### ARTICLE V

The principal place of business for the Corporation shall be at 911 SE 5<sup>TH</sup> TERR., POMPADINO BEACH, FL 33060-8133, with the privilege of having branch offices within and without the State of Florida.

### ARTICLE VI

This Corporation shall have perpetual existence.

### ARTICLE VII

The number of directors shall not be less than one (1) nor more than Six (6)

## ARTICLE VIII

The names and post office addresses of the first board of Director of the Corporation, who shall hold office for the first year, or until their successors are chosen, shall be :

STEVEN R. GREENBAUM 911 SE 5<sup>TH</sup> TERRACE DIRECTOR  
POMPANO BEACH, FL 33060-8133

## ARTICLE IX

The name and post office addresses of the President and Secretary, who shall hold office until their successors are elected or appointed or have qualified are:

STEVEN R. GREENBAUM 911 SE 5<sup>TH</sup> TERRACE PRES/SECR  
POMPANO BEACH, FL 33060-8133

## ARTICLE X

The name and post office addresses of each subscriber and the number of shares of stock which each agrees to take are:

STEVEN R. GREENBAUM 911 SE 5<sup>TH</sup> TERRACE 1000 SHARES  
POMPANO BEACH, FL 33060-8133

Total Shares: 1000 Shares at \$50.00 per share, all of the proceeds shall amount to at least FIFTY THOUSAND DOLLARS ( \$50,000.00).

IN WITNESS WHEREOF, we have hereunto set our hands and seals,  
and acknowledged to be filed in the office of the Secretary of State the  
foregoing Certificate of Incorporation, this 15th day of December,  
1997.

  
STEVEN R. GREENBAUM

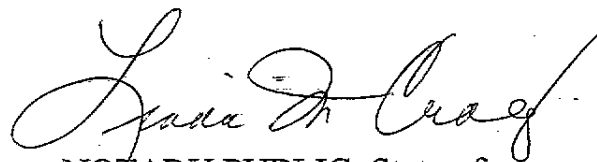
COUNTY OF BROWARD)

)  
) ss:

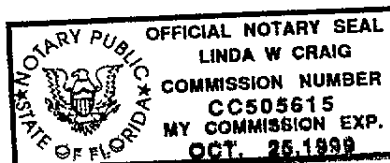
STATE OF FLORIDA )

BEFORE ME, the undersigned authority, duly authorized to administer  
oaths and take acknowledgments, personally appeared STEVEN R.  
GREENBAUM acknowledged before me that he signed the foregoing  
Certificate of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the City of Miami, County of  
Dade, State of Florida, this 18 day of December, 1997.

  
NOTARY PUBLIC, State of  
Florida at Large

My Commission expires:



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

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED:

FIRST--THAT S9 CORP. DESIRING TO ORGANIZE OR QUALIFY  
UNDER THE LAWS OF THE STATE OF FLORIDA,  
HAS NAMED STEVEN R. GREENBAUM LOCATED AT 911 SE  
5<sup>TH</sup> TERRACE, CITY OF POMPANO BEACH, STATE OF  
FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN  
FLORIDA.

SIGNATURE: *Steven R. Greenbaum*

TITLE: *PRES./DIRECTOR*

DATE: *12/18/97*

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.

SIGNATURE: *Steven R. Greenbaum*  
(RESIDENT AGENT)

DATE: *12/18/97*