

Law Offices
PAPPAS, TINSLEY & RUSSELL, P.A.

GEORGE S. PAPPAS
GARY W. TINSLEY
DAVID S. RUSSELL

*Also admitted in New York

213 SILVER BEACH AVENUE
DAYTONA BEACH, FLORIDA 32111
TELEPHONE (904) 254-2911
DEAND (904) 436-8585
FACSIMILE (904) 446-3235
ORANGE CITY (904) 51-0000
FAX (904) 238-0350

SATELLITE OFFICES:
SUN TRUST BANK BLDG.
1 FLORIDA PARK DR. SO., STE. 332
PALM COAST, FLORIDA 32137
ORANGE CITY EXECUTIVE CENTER
815 S. VOLUSIA AVE., STE. 6
ORANGE CITY, FLORIDA 32763

REPLY TO DAYTONA BEACH OFFICE

February 25, 1998

Attorney's Title Fund
2701 S. Ridgewood Ave.
So. Daytona, FL 32119

Re: HEAR & NOW, INC.

Dear Madam/Sir:

Enclosed please find Articles of Incorporation and Desigantion of Resident Agent, together with State filing fees. I have also enclosed your fee of \$15.00 herein. Please fax a copy of the paperwork showing that the corporation has been filed as soon as possible.

Thank you for your prompt attention to this matter.

Sincerely,

Gary W. Tinsley
GARY W. TINSLEY

GWT/mw
Encl.

2/26

700002441677--1
-02/26/98--01064--017
****122.50 ****122.50

FILED
98 FEB 26 PM 2:38
RECEIVED
98 FEB 26 PM 1:45
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATION

Law Offices
PAPPAS, TINSLEY & RUSSELL, P.A.

GEORGE S. PAPPAS*
GARY W. TINSLEY
DAVID B. RUSSELL
*Also Admitted in New York

213 SILVER BEACH AVENUE
DAYTONA BEACH, FLORIDA 32118
TELEPHONE (904) 254-2941
DELAND (904) 736-8590
FLAGLER (904) 446-1235
ORANGE CITY (904) 851-0066
FAX (904) 238-0350
February 25, 1998

SATELLITE OFFICES:
SUN TRUST BANK BLDG.
1 FLORIDA PARK DR. SO., STE. 332
PALM COAST, FLORIDA 32137
ORANGE CITY EXECUTIVE CENTER
815 S. VOLUSIA AVE., STE. 6
ORANGE CITY, FLORIDA 32763
REPLY TO DAYTONA BEACH OFFICE

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles Of Incorporation of
Hear & Now, Inc.
Our File No: 98-086

Dear Madam/Sir:

Enclosed herewith for filing are the original Articles Of Incorporation of HEAR & NOW, INC., together with Designation of Registered Agent and our check in the amount of \$122.50 which represents your fee for the filing of these Articles. Upon your filing these Articles, please return to our office a copy of same.

Your cooperation and attention in this matter is greatly appreciated.

Sincerely,

Gary W. Tinsley
Gary W. Tinsley

GWT/mw

Enclosures

FILED
98 FEB 26 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

HEAR & NOW, INC.

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles Of Incorporation for such corporation:

1. **NAME:** The name of the corporation is HEAR & NOW, INC.
2. **DURATION:** The period of its duration is perpetual.
3. **PURPOSE:** The purpose of the corporation is to engage in any activities or businesses permitted under the laws of the State of Florida.

4. **STOCK:** The corporation shall have the authority to issue 10,000 shares, all in one class at no par value.

5. **REGISTERED AGENT:** The address of the initial registered office of the corporation is 213 Silver Beach Avenue, Daytona Beach, Florida 32118, and the name of its initial registered agent at said address is GARY W. TINSLEY, Esquire.

6. **DIRECTORS:** The number of directors constituting its initial Board Of Directors is Three (3), whose names and addresses are:

LISA PIERCE, 765 Fairlawn Drive, Orange City, FL 32763

VICTORIA BRUUN, 1025 S. Beach St., Daytona Beach, FL 32114

DONALD E. SPITZ, 1077 N. US 1 Box 6, Ormond Beach, FL 32174

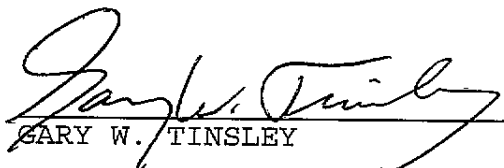
7. **INCORPORATOR:** The name and address of the incorporator is GARY W. TINSLEY, 213 Silver Beach Ave., Daytona Beach, FL 32118.

8. **PRE-EMPTIVE RIGHTS:** The holders of common stock of this corporation shall have pre-emptive rights to purchase, at any

prices, terms, and conditions, that shall be fixed by the Board Of Directors, such of the shares of stock of this corporation as may be issued for money, or any property or services, from time to time, in addition to that stock authorized, issued, and outstanding by the corporation. The pre-emptive right of any shareholder is determined by the ratio of authorized, issued, and outstanding shares of common stock held by the holder to all shares of common stock currently authorized, issued, and outstanding.

9. **SHAREHOLDER AGREEMENTS:** The shareholders may at any time enter into an agreement by and between themselves unanimously, which controls the election of the Directors or Officers of the corporation, the transferability of stock, or any other matter allowed under the laws of the State of Florida.

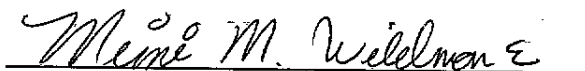
IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation for AMERICAN FIBERGLAS TECHNOLOGIES, INC., at Daytona Beach, Volusia County, Florida, on this 25th day of Feb, 1998.


GARY W. TINSLEY

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

GARY W. TINSLEY, this day personally appeared before me and after first being duly sworn by me, deposes and says that he has read the foregoing Articles Of Incorporation, has personal knowledge of the facts and matters therein set forth and all are true and correct, and further acknowledges before me the execution of these Articles Of Incorporation.

SWORN TO AND SUBSCRIBED before me this 25th day of Feb, 1998.


NOTARY PUBLIC
State of Florida at Large
My commission expires:



Mimi M Wildman
My Commission CC633423
Expires March 26, 2001

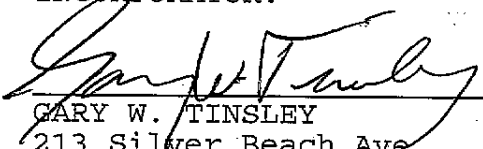
STATE OF FLORIDA
DEPARTMENT OF STATE

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

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

HEAR & NOW, INC., a corporation organized (or organizing) under the laws of the State Of Florida, with its principal office at 123 S. Industrial Drive, Unit 102, Orange City, FL 32763, has named GARY W. TINSLEY, Attorney At Law, whose address is 213 Silver Beach Avenue, Daytona Beach, Volusia County, Florida 32118, as its agent to accept service of process within the State.

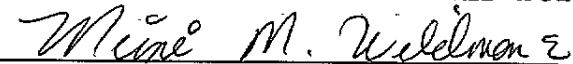
INCORPORATOR:


GARY W. TINSLEY
213 Silver Beach Ave.
Daytona Beach, FL 32118

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

GARY W. TINSLEY, this day personally appeared before me and after first being duly sworn by me, deposes and says that he has read the foregoing Certificate, has personal knowledge of the facts and matters therein set forth and all are true and correct, and further acknowledges before me the execution of this Certificate.

SWORN TO AND SUBSCRIBED before me this Feb 25 1998.


NOTARY PUBLIC
State of Florida at Large
My commission expires:



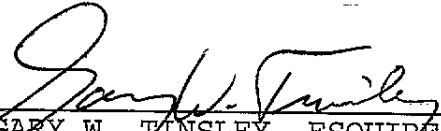
Mimi M Wildmon
My Commission CC633423
Expires March 26, 2001

ACCEPTANCE

ACCEPTANCE

I AGREE as registered agent to accept service of process; to keep the office open during prescribed business hours; to post my name and any other Officers of said corporation authorized to accept service of process at the above-designated Florida address in some conspicuous place in the office as required by law.

DATED this 25th day of FEB, 1998.


GARY W. TINSLEY, ESQUIRE
213 Silver Beach Avenue
Daytona Beach, Florida 32118
(904) 254-2941

FILED
98 FEB 26 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA