

Charter Number Only

P9800025706

Requestor's Name Burt Lipson
Address ISIS University Dr. #200
Coral Springs, Fl. 33071
City State ZIP Phone
#954) 755-4405

SECTION ONLY

100002461711--9
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****122.50 ****122.50

CORPORATION(S) NAME

Career Sound Gear, Inc.

FILED
98 MAR 19 AM 9:50
RECEIVED
98 MAR 19 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | | <input type="checkbox"/> Mail Out |

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| Name | |
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| Examiner | |
| Updater | |
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| Acknowledgment | |
| W.P. Verifier | |

[Signature] 3/19

Certified copy


Empire Toll Free: 1-800-432-3028

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CAREER SOUND GEAR, INC.

ARTICLE I - NAME

The name of this corporation is Career Sound Gear, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is 10000. Such shares shall be of a single class, and shall have a par value \$.01 per share.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1515 University Drive, 222, Coral Springs, Florida 33071 and the name of the initial registered agent of this corporation at that address is Saul B. Lipson.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time to time by the bylaws but shall never be less than one (1).

The names and addresses of the initial directors and officers of this corporation are:

Mark Childers

708 N.E. 42nd Street

Oakland Park, Florida 33334

ARTICLE VII - INDEMNIFICATION

This Corporation shall have the power to indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal By-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - AMENDMENT

This Corporation reserves the right to amend or appeal any provision in the Article of Incorporation, or any amendment thereto and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is:

Mark Childers

708 N.E. 42nd Street

Oakland Park, Florida 33334

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 16 day of March 1998.



Certificate designating place of business or domicile for the service of process within this state, naming agent upon whom process may be served.

In pursuance of Chapter 48.091, Florida statutes, the following is submitted, in compliance with said act:

First - That Career Sound Gear, Inc desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Oakland Park, County of Broward, State of Florida has named Saul B. Lipson at 1515 University Drive, 222, Coral Springs, Florida as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By


Saul B. Lipson

ARTICLE XI - PLACE OF BUSINESS AND CORPORATE OFFICE:

The corporate office and place of business is 708 N.E. 42nd Street, Oakland Park, Fl 33334

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