

FROM : TAXSMART INC JIM SIERRA ASSOC .PHONE NO. : 305 271 4422

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: JIM SIERRA & ASSOCIATES  
CONTACT: JIM SIERRA  
PHONE: (305)271-7310

ACCT#: 110677000356

FAX #: (305)271-4422

NAME: UNIVERSAL SOUND MEDIA DISC, INC.

AUDIT NUMBER.....H98000006321

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES..... 4

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## ARTICLES OF INCORPORATION

- OF -

### **UNIVERSAL SOUND MEDIA DISC, INC.**

We, THE UNDERSIGNED, hereby associate ourselves together 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 said State of Florida.

#### ARTICLE I

The name of this corporation shall be;

### **UNIVERSAL SOUND MEDIA DISC, INC.**

#### ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

#### ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any time is ONE HUNDRED (100) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

#### ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE HUNDRED (\$100.00) DOLLARS.

#### ARTICLE V

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

Prepared by:  
JIM SIERRA & ASSOCIATES  
9290 SUNSET DR. STE 105  
MIAMI, FL 33173  
TEL. (305) 271-7310  
FAX. (305) 271-4422

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**ARTICLE VI**

The initial street address of the principal office of the corporation shall be:

7930 SW 147<sup>TH</sup> CT  
MIAMI, FL 33193

**ARTICLE VII**

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

**ARTICLE VIII**

The name and street address of the member of the first Board of Directors of this corporation are as follows:

SANDRA VEGA

7930 SW 147<sup>TH</sup> CT  
MIAMI, FL 33193

**ARTICLE IX**

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

SANDRA VEGA

7930 SW 147<sup>TH</sup> CT  
MIAMI, FL 33193

**ARTICLE X**

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned SANDRA VEGA, being natural person(s), competent to contract, have here unto set his/their hands and seal this 1 April, 1998.

  
SANDRA VEGA

H98000006321

STATE OF FLORIDA) S.S.  
COUNTY OF DADE)

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared SANDRA VEGA, known and known to me, to be the person(s) described herein and who executed the foregoing Article of Incorporation, and he/she/they acknowledged before me that he/she/they executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 1 April, 1998

  
JIM SIERRA

My commission expires:



JIM SIERRA  
COMMISSION # CC 672706  
EXPIRES OCT 7, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: UNIVERSAL SOUND MEDIA DISC, INC

WITH ITS PLACE OF BUSINESS AT 7930 SW 147<sup>TH</sup> CT, MIAMI, FL 33193

HAS NAMED SANDRA VEGA  
(Name of registered Agent)

LOCATED AT 7930 SW 147<sup>TH</sup> CT, MIAMI, FL 33193  
(Street address and number of building - PO Box address ARE NOT acceptable)

CITY OF MIAMI, STATE OF FLORIDA AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

SIGNATURE Sandra Vega  
(Corporate Officer)

TITLE President

DATE APRIL 1, 1998

I, HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE Sandra Vega  
(Registered Agent)

DATE APRIL 1, 1998