

TRANSMITTAL LETTER

P98000045659

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

000002527600--7
-05/18/98-01039--004
*****78.75 *****78.75

SUBJECT: AUDIO ILLUSIONS OF CITRUS COUNTY INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: W. Max Allen
Name (Printed or typed)

113 East Delaware Street

Address

Tavares, FL 32778

City, State & Zip

(352) 343-1262

Daytime Telephone number

W. Max Allen GAVE
AUTHORIZATION BY PHONE TO
CORRECT Change address of RA.
DATE 5/20/98
DOC. EXAM TS

FILED
98 MAY 18 PM 3:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

TS
5/20

ARTICLES OF INCORPORATION
OF
AUDIO ILLUSIONS OF CITRUS COUNTY, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME.

The name of the corporation is AUDIO ILLUSIONS OF CITRUS COUNTY, INC..

ARTICLE II. PRINCIPAL OFFICE AND REGISTERED AGENT.

The principal office of the Corporation is at 2119 Hwy 41, Inverness, FL 34453, in Citrus County, State of Florida. The registered agent at this address is James H. Shelton.

ARTICLE III. DURATION.

The Corporation shall have perpetual existence.

ARTICLE IV. PURPOSES.

The purpose for which this Corporation is organized is to engage in any and all lawful business.

ARTICLE V. POWERS.

The Corporation may exercise any powers, without limitation whatsoever, which a corporation may legally exercise under the laws of the state of Florida where this Corporation is formed. In addition, the Corporation shall have the following specific powers:

(A) To elect or appoint officers and agents of the Corporation and to fix their compensation;

(B) To act as an agent for any individual, association, partnership, corporation or other legal entity;

(C) To receive, acquire, hold, exercise rights arising out of the ownership or possession thereof, sell, or otherwise dispose of, shares or other interests in, or obligations of, individuals, associations, partnerships, corporations, or governments;

(D) To receive, acquire, hold, pledge, transfer, or otherwise dispose of shares of the Corporation;

(E) To make gifts or contributions for the public welfare or for charitable, scientific or educational purposes.

ARTICLE VI. CAPITAL STOCK

Section 1. Authorized Shares. The total number of shares which

this Corporation is authorized to issue is Ninety Nine (99).

Section 2. Pre-emptive rights. Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive right to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation of any class now or hereafter authorized, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

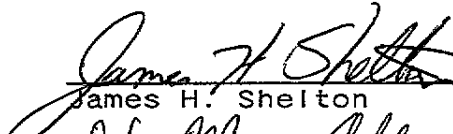
ARTICLE VII. COMMENCEMENT OF BUSINESS.

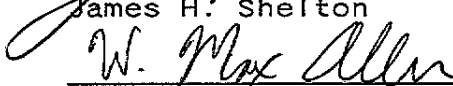
The minimum amount of capital with which the Corporation will commence business is Twenty Thousand Dollars (\$15,000.00).

ARTICLE VIII. INTERESTED DIRECTORS.

No contract or transaction between this Corporation and any of its directors, or between this Corporation and any other corporation, firm, association, or other legal entity shall be invalidated by reason of the fact that the director of the Corporation has a direct or indirect interest, pecuniary or otherwise, in such corporation, firm, association, or legal entity, or because the interested director was present at the meeting of the Board of Directors which acted upon or in reference to such contract or transaction, or because they participated in such action, provided that the interest of each such director shall have been disclosed to or known by the Board and a disinterested majority of the Board shall have nonetheless ratified and approved such contract or transaction. Such interested director or directors may be counted in determining whether a quorum is present for the meeting at which such ratification or approval is given. If the vote of such interested director or directors, is, or was, necessary for the approval of such contract or transaction, then such contract or transaction shall, with disclosure of the director's or directors' interest, be submitted for the approval of or ratification by the stockholders.

In Witness Whereof, the undersigned have hereunto set their hands this 5 day of May, 1998.


James H. Shelton INCORPORATOR


William Max Allen INCORPORATOR

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TALLAHASSEE, FLORIDA

CERTIFICATE Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent upon whom process may be served.

In Compliance with S. 48.091 F.S., the following is submitted:

THAT AUDIO ILLUSIONS OF CITRUS COUNTY, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 2119 HWY 41, INVERNESS, FL 34453, County of CITRUS, State of Florida, has named JAMES H. SHELTON located at 2119 hwy 41, Inverness, Fl. 34453 as its agent to accept Service of Process within Florida.

AUDIO ILLUSIONS OF CITRUS COUNTY, INC.

By: W. Max Allen

Dated: This 5 day of MAY, 1998

ACCEPTANCE

The undersigned hereby accepts the appointment as Registered agent of AUDIO ILLUSIONS OF CITRUS COUNTY, Inc upon whom process, notices and demands may be served.

James H. Shelton
JAMES H. SHELTON