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GADCO REAL ESTATE COMPANY, INC. 1048 KANE CONCOURSE SUITE 2B BAY HARBOR, FLORIDA 33154 Ci

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Limited Partnership
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Other

ARTICLES OF INCORPORATION OF Audio & Video Tech, Inc.

The undersigned, acting as incorporator, signs the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE 1

NAME: The name of the corporation shall be:

Audio & Video Tech, Inc.

ARTICLE 11

COMMENCEMENT OF EXISTENCE: The existence of the corporation shall commence upon the filling of these Articles of Incorporation by the Department of State and shall perpetual.

ARTICLE 111

<u>PURPOSE:</u>The corporation may engage in any and all businesses and activities permitted by laws of the state of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws.

ARTICLE 1V

CAPITAL STOCK: The maximum number of shares which the Corporation shall have the authority to issue shall be 1,000 shares of the common stock with a par value of \$.01 per share, which shall be the only class of shares.

ARTICLE V

PRE-EMPTIVE RIGHTS: Every shareholder upon the sale of cash of any new stock of this corporation the same kind or class of service as that which he or she already holds, shall have the right to purchase his or her 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.

ARTICLES V1

INITIAL REGISTERED OFFICE AND AGENT: The initial registered agent and street address of the initial registered office of the corporation shall be:

Jacinth Lyn-Montgomery 9770 W. Fern Lane Miramar, FL 33025

ARTICLE V11

INITIAL BOARD OF DIRECTORS AND OFFICERS: This corporation shall have one (1) director initially. The name and address of the initial directors of the corporation, who shall hold office until their successors are elected and qualified or until their earlier resignation or removal from office are:

Marlon B. Carter, President 1502 South State Road #7 Hollywood, FL 33023

Marlon B. Carter, Secretary 1502 South State Road #7 Hollywood, FL 33023

The number of directors may be increased or decreased from time to time pursuant to the bylaws of the corporation, but shall not be less than one.

ARTICLE V111

INCORPORATOR: The name and address of the incorporator of the
corporation is:

Audio & Video Tech, Inc. 1502 South State Road #7 Hollywood, FL 33023

ARTICLE 1X

INDEMNIFICATION: The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

MAILING ADDRESS: The mailing address of corporation shall be:

1502 South State Road #7 Hollywood, Florida 33023

Executed at Miramar, Florida this 14 day of July, 1998

Jacinth Lyn-Montgomery
Incorporator

3y: _______

Jacinth Lyn-Montgomery

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Audio & Video Tech, Inc., the undersigned accepts such appointment and agrees to act in such capacity.

Dated this \(\text{\$\left(\psi\)}\) day of July, 1998.

Jacinth Lyn-Montgomery

Jacinth Twn-Montgomery

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