

TRANSMITTAL LETTER

P98000068553

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

SUBJECT: American General Acoustics, Inc.
(Proposed corporate name - must include suffix)

800002605498--3
-08/03/98-01087-011
***122.50 ***122.50

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: CHRISTOPHER T. HICKS
Name (Printed or typed)

4908 OLD OAKLEAF DR.
Address

SARASOTA, FL 34233
City, State & Zip

941-922-5047
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG -3 AM 9:28

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

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WS

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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ARTICLE I NAME

The name of the corporation shall be:

American General Acoustics, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4908 Old Oakleaf Dr.
Sarasota, FL 34233

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1, 000, 000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

CHRISTOPHER T. HICKS
4908 Old Oakleaf Dr.
Sarasota, FL 34233

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

KIMBERLY A. HICKS
4908 Old Oakleaf Dr.
Sarasota, FL 34233

Kimberly A. Hicks
Signature/Incorporator

July 28, 1998
Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

Chai Hild
Signature/Registered Agent

July 28, 1998
Date