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Jesus Auto Sound & Alarm Systems, Inc.

c/o: Jorge E. Oyarce
199 S.W. 12th Avenue, Suite 11
Miami, Florida 330130-1056
Tel. (305) 324-2248 * Fax (305) 324-4959

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*****78.75 *****78.75

September 21, 1998

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

CERTIFIED MAIL RECEIPT No.
P 343 838 349

RE: Jesus Auto Sound & Alarm Systems, Inc.
Articles of Incorporation

Dear Sir/Madam:

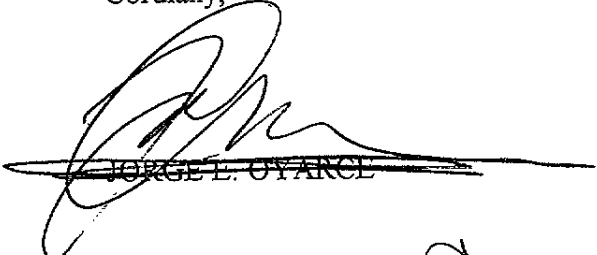
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enclosed please find the following documents in connection with the above-referenced Corporation:

1. Original and copy of Articles of Incorporation of Jesus Auto Sound & Alarm Systems, Inc.
2. Certificate of Designation of Registered Agent and Registered Office.
3. Filing fees in the amount of \$78.75, check No. 1469, covering articles of incorporation and certificate of status.

Please file these accordingly, and return a stamped copy of these documents to c/o: Jorge E. Oyarce 199 S.W. 12th Avenue, # 11, Miami, Florida 33130-1056, Telephone: (305) 324-2248,* Facsimile: (305) 324-4959, in the pre-stamped envelope provided. Thank you for your prompt attention to this matter.

Cordially,


JORGE E. OYARCE

SEP 25 1998

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ARTICLE OF INCORPORATION
OF
JESUS AUTO SOUND & ALARM SYSTEMS, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be:

JESUS AUTO SOUND & ALARM SYSTEMS, INC.

The address of the principal office of this corporation shall be: 2479 S.W. 16th Terrace, Miami, Fl.33145 and the mailing address of the corporation shall be the same.

ARTICLE II
NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2479 S.W. 16th Terrace, Miami, Fl.33145, and the name of the initial registered agent of the corporation at that address is Salvador J. Gutierrez.

ARTICLE V
TERM OF EXISTENCE

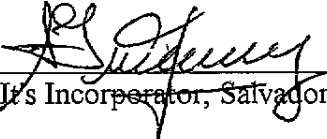
This corporation is to exist perpetually.

ARTICLE VI
INCORPORATOR

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

SALVADOR J. GUTIERREZ
2479 S.W. 16th Terrace
Miami, Florida 33145

IN WITNESS WHEREOF, The undersigned to these articles of Incorporation has hereunto set their hand and seal on this 21st day of September, 1998.




It's Incorporator, Salvador J. Gutierrez

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

SALVADOR J. GUTIERREZ, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent, in the above and foregoing Articles of Incorporation of:

JESUS AUTO SOUND & ALARM SYSTEMS, INC. _____ is

familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
SALVADOR J. GUTIERREZ

ASSIGNMENT BY THE SOLE INCORPORATOR
OF THE ARTICLES OF INCORPORATION OF

JESUS AUTO SOUND & ALARM SYSTEMS, INC.

Salvador J. Gutierrez sole Incorporator, for value received hereby assigns any and all rights it may have as such incorporator to the following:

Dated: September 21, 1998

SALVADOR J. GUTIERREZ

BY: 
It's Incorporator Salvador J. Gutierrez

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