

P98000085147  
*Mobile Pro Audio, Inc.*

9770 Doolittle Road  
Jacksonville, Florida 32246

100002654311--5  
-10/02/98-01053-003  
\*\*\*122.50 \*\*\*\*\*78.75

September 29, 1998

Secretary of State  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

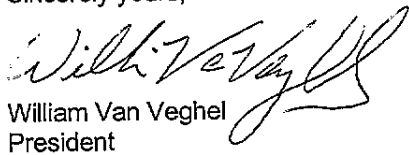
**RE:    Incorporation of Mobile Pro Audio, Inc.**

Dear Sir or Madam:

Enclosed are the completed Articles of Incorporation of Mobile Pro Audio, Inc. In addition, I have enclosed a check for \$122.50 to cover the various fees.

If there are any questions, please contact me.

Sincerely yours,

  
William Van Veghel  
President

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT -2 PM 1:07

*Mobile Pro Audio Articles of Incorp ltr*

10-5  
425

# ARTICLES OF INCORPORATION OF *Mobile Pro Audio, Inc.*

FILED  
SECRETARY OF CORPORATIONS  
98 OCT -2 PM 1:07

## *ARTICLE I. NAME*

The name of the corporation is:

Mobile Pro Audio, Inc.

Its business shall be conducted in the United States and its possessions and in all foreign countries, wherever necessary or convenient.

## *ARTICLE II. BUSINESS*

The General nature of the business or businesses to be trans-acted, conducted and carried on by this corporation shall be to engage in any activity or business permitted under the laws of Florida.

## *ARTICLE III. CAPITAL STOCK*

The authorized capital stock of this corporation shall be five hundred (500) shares of common stock, each share having a par value of \$1.00.

## *ARTICLE IV. TERM*

The term for which this corporation is formed is and shall be perpetual or until dissolved according to law.

## *ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT*

The street address of the initial registered office of this corporation in the State of Florida is:

9770 Doolittle Rd  
Jacksonville, FL 32246

The name of the initial registered agent of this corporation at that address is:

William Van Veghel

The principal office and the mailing address of this corporation is:

9770 Doolittle Road  
Jacksonville, FL 32246

## ***ARTICLE VI. INITIAL BOARD OF DIRECTORS .***

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

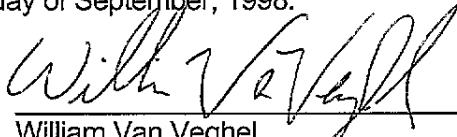
<b><i>NAME</i></b>	<b><i>STREET ADDRESS</i></b>
William Van Veghel	9770 Doolittle Road Jacksonville, Florida 32246
Timothy J. Ungaro	9770 Doolittle Road Jacksonville, FL 32246

## ***ARTICLE VII. INCORPORATORS***

The name and address of the persons signing these Articles is:

<b><i>NAME</i></b>	<b><i>STREET ADDRESS</i></b>
William Van Veghel	9770 Doolittle Road Jacksonville, Florida 32246
Timothy J. Ungaro	9770 Doolittle Road Jacksonville, FL 32246

**IN WITNESS WHEREOF**, the undersigned incorporator has hereunto set his hand and seal of this 29th day of September, 1998.

  
\_\_\_\_\_  
William Van Veghel (SEAL)

  
\_\_\_\_\_  
Timothy J. Ungaro (SEAL)

STATE OF FLORIDA            )  
  : ss  
COUNTY OF DUVAL         )

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared William Van Veghel and Timothy Ungaro, known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid.

Date: September 29, 1998

\_\_\_\_\_  
Notary Public State of Florida

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

Pursuant to Chapter 607.034, Florida Statutes, the following is submitted, in compliance with said Act:

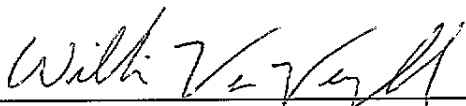
First--That **Mobile Pro Audio Inc.** desiring

to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 9770 Doolittle Road, City of Jacksonville, County of Duval, State of Florida, has named William Van Veghel located at 9770 Doolittle Road , City of Jacksonville, County of Duval, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By

  
\_\_\_\_\_  
William Van Veghel, Register Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT -2 PM 1:07