

P980000087889

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SoundShape, Inc.

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

- FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
- 98 OCT 14 PM 1:32
- ☒ Art of Inc. File _____
☐ LTD Partnership File _____
☐ Foreign Corp. File _____
☐ L.C. File _____
☐ Fictitious Name File _____
☐ Trade/Service Mark _____
☐ Merger File _____
☐ Art. of Amend. File _____
☐ RA Resignation _____
☐ Dissolution / Withdrawal _____
☐ Annual Report / Reinstatement _____
☒ Cert. Copy _____
☐ Photo Copy _____
☐ Certificate of Good Standing _____
☐ Certificate of Status _____
☐ Certificate of Fictitious Name _____
☐ Corp Record Search _____
☐ Officer Search _____
☐ Fictitious Search _____
☐ Fictitious Owner Search _____
☐ Vehicle Search _____
☐ Driving Record _____
☐ UCC 1 or 3 File _____
☐ UCC 11 Search _____
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DIVISION OF CORPORATIONS

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

R. Purinton OCT 14 1998

**ARTICLES OF INCORPORATION
OF**

SOUNDSHAPE, INC.

ARTICLE I - NAME AND ADDRESS OF CORPORATION

The name of the Corporation shall be: **SOUNDSHAPE, INC.**

The principal place of business of the Corporation shall be:

c/o Edward M. Livingston, Esq.
628 Ellen Dr.
Winter Park, FL 32789

The mailing address of the Corporation shall be:

c/o Edward M. Livingston, Esq.
P.O. Box 1599
Winter Park, FL 32790

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ARTICLE II - DURATION

This corporation shall exist in perpetuity as provided for in *Florida Statutes*,
Chapter 607.

ARTICLE III - PURPOSE

This corporation is organized to conduct any and all lawful business or act in any manner lawful under the laws of the United States and the State of Florida, including *Florida Statutes*, Chapter 607 (1976), generally known as The Florida General Corporation Act or any other statute of the State of Florida not inconsistent with *Florida Statutes*, Chapter 607 (1976).

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of this corporation shall consist of 900 shares of Common Stock with \$1.00 par value per share.

The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors.

Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy-sell agreements or any other lawful form of agreement.

ARTICLE VI - PREEMPTIVE RIGHTS

Shareholders shall have no preemptive rights.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the corporation is 628 Ellen Drive, P.O. Box 1599, Winter Park, Florida 32790, and the name of the initial registered agent is EDWARD M. LIVINGSTON.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws. The names and street addresses of the first members of the Board of Directors, who shall hold office until the first meeting of shareholders or until successors are elected, are as follows:

<u>NAME</u>	<u>STREET ADDRESS</u>
Michael A. Sabantini	303 MacArthur Place Maitland, FL 32751
Samuel Joseph Chiodo	105 Roland Ave. Lackawanna, NY 14218-3499
Edward M. Livingston	628 Ellen Dr. Winter Park, FL 32789

ARTICLE VIII - INCORPORATOR

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

NAME

STREET ADDRESS

Edward M. Livingston

628 Ellen Drive
Winter Park, Florida 32789

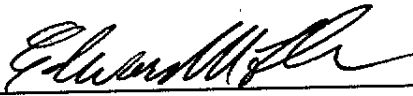
ARTICLE IX - BY-LAWS

The shareholders or the Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or appealed by the shareholders or the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended or repealed by an affirmative vote of a majority of the shareholders at any meeting expressly called for said purpose, and all rights conferred upon shareholders hereunder are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these
Articles of Incorporation this 13th day of October, 1998.

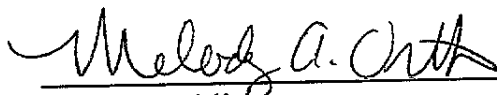


Edward M. Livingston

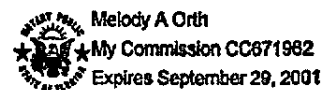
STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, a Notary Public, authorized to take acknowledgments in the
State and County set forth above, personally appeared EDWARD M. LIVINGSTON
personally known to me and known by me to be the person who executed the
foregoing Articles of Incorporation and he acknowledged before me that he executed
same.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the State
and County aforesaid, this 13th day of October, 1998.

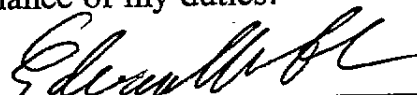


Notary Public



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for: SOUNDSHAPE, INC.
at the place designated in the foregoing Articles of Incorporation, I hereby agree to
act in this capacity, and I further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.



EDWARD M. LIVINGSTON

DATE: 10/13/98

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