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FLORIDA PROFIT CORPORATION OR P.A.

Atlantic Sound, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
ATLANTIC SOUND, INC.**

ARTICLE I - NAME

The name of this corporation is ATLANTIC SOUND, INC. and its principal place of business and mailing address is 950 North Orlando Avenue, Orlando, Florida 32789.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the filing of these Articles.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of voting common stock having a par value of \$1.00 per share.

**ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 950 North Orlando Avenue, Orlando, Florida 32789 and the name of the initial registered agent of this corporation at that address is DAVID LAUSTER.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator is:

**CRAIG M. BEYROOTI
3160 VINELAND ROAD, SUITE 1
KISSIMMEE, FLORIDA 34746**

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Fax Audit Number H99000000560 5**ARTICLE VII - INDEMNIFICATION**

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

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of January, 1999.


 CRAIG M. BEYROOTI, Incorporator

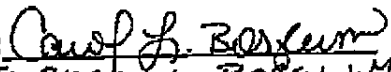
STATE OF FLORIDA
 COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 7th day of January, 1999, by CRAIG M. BEYROOTI, who is personally known to me or who has produced Fl. Dr. Lic. B630-113-63-121-0 as identification and who did take an oath.

NOTARY PUBLIC:



Carol L. Borglum
 My Commission CC628066
 Expires March 09, 2001

SIGN: 
 PRINT: CAROL L. BORGUM
 State of Florida at Large
 My Commission Expires:
 Commission No./Serial No: _____

ACCEPTANCE BY REGISTERED AGENT

The undersigned, being the person appointed in the foregoing Articles of Incorporation as the registered agent for ATLANTIC SOUND, INC. hereby accepts such appointment this 7th day of January, 1999, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505, Florida Statutes.


 DAVID LAUSTER

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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