

P99000037258

CAPITAL CONNECTION, INC.

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

Metasonic, Inc

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-04/23/99-01076-024
*****78.75 *****78.75

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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- ☒ Art of Inc. File _____
☐ LTD Partnership File _____
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☐ Fictitious Name File _____
☐ Trade/Service Mark _____
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☐ 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 _____
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ARTICLES OF INCORPORATION

OF

METASONIC, INC.

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

ARTICLE I: NAME

The name of the corporation is **METASONIC, INC.** The specific nature of business is to: perform music, purchase, receive, lease, or otherwise acquire, vote, own, hold, improve, use, market, promote, distribute and otherwise deal with real or personal property, or any legal or equitable interest in property, including intellectual property, trademarks, service marks, registered or acquired by public use, copyrights, shares of other entities, wherever located, sue or be sued, sell, convey, pledge, create a security interest in, lease exchange or otherwise dispose of property, contract lend or borrow money, issue notes, bonds, securities or incur other obligations.

ARTICLE II: PRINCIPAL OFFICE

The principal place of doing business and mailing address of the Corporation is 2913 West Osborne, Tampa, Hillsborough County, Florida 33614.

ARTICLE III: CAPITAL STOCK

The numbers of shares of stock that this Corporation is authorized to have outstanding at any one time is one hundred (150) shares having a par value of one dollar (\$1.00) per share.

**ARTICLE IV: INITIAL REGISTERED AGENT
AND ADDRESS**

The name and address of the initial registered agent is Mr. Steve C. Marotta, 2913 West Osborne, Tampa, Florida 33614.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Walter Burnside P.A., 304 South Westland, Tampa, Florida 33606.

ARTICLE VI: INITIAL BOARD OF DIRECTORS


The name and address of the initial Board of Directors of the Corporation are: Mr. Bryan L. Hess, 4210 Glenhaven Lane, Tampa, Florida 33624, Mr. Bryon J. SobTzak, 3614 Carrollwood Place Circle, Apartment 105, Tampa, Florida 33624, Mr. Shane I. Cohn, 9525 Orange Grove Drive, Unit 4, Tampa, Florida 33618, Mr. Steve C. Marotta, 2913 West Osborne, Tampa, Florida 33614.

ARTICLE VII: SPECIAL PROVISION

It is the intent of the Incorporator and Directors that the Corporation qualify under Section 1244 of the Internal Revenue Code and that the corporation file as a Sub S Corporation. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

The undersigned has executed these Articles of Incorporation this 20th day of April, 1999.

"Walter Burnside P.A. by Walter Burnside Attorney for Corporation"

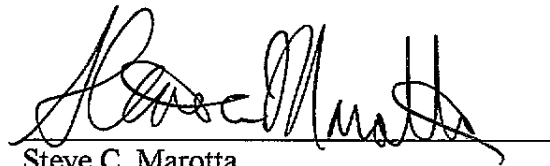

Walter Burnside
Walter Burnside P.A.
304 South Westland Avenue
Tampa, Florida 33606
Phone (813) 251-6625
Fax (813) 258-9515

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation,
organized under the laws of the state of Florida, submits the following statement in designating
the registered office / registered agent, in the state of Florida.

1. The name of the corporation is : **Metasonic, Inc.**
2. The name and street address of the registered agent and office is:
Steve C. Marotta
2913 W. Osborne
Tampa, Florida 33614

have 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.


Steve C. Marotta

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