



THE UNITED STATES
CORPORATION
COMPANY

PA900043724

FILED

99 MAY 13 PM 1:46

ACCOUNT NO. : 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 238807 4307842

AUTHORIZATION :

Patricia Pugh

COST LIMIT : \$ 70.00

EFFECTIVE DATE

5-12-99

ORDER DATE : May 13, 1999

ORDER TIME : 10:09 AM

ORDER NO. : 238807-005

200002873652--6

CUSTOMER NO: 4307842

CUSTOMER: Ms. Laura Carnley
MARTIN ADE BIRCHFIELD &
MARTIN ADE BIRCHFIELD &
One Independent Dr., Ste 3000
Post Office Box 59
Jacksonville, FL 32201

DOMESTIC FILING

NAME: SOUND INSTALLATIONS & DESIGN,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

PA 5/13/99

DIVISION OF CORPORATION
99 MAY 13 AM 10:45

ARTICLES OF INCORPORATION
OF
SOUND INSTALLATIONS & DESIGN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of this corporation is Sound Installations & Design, Inc.

EFFECTIVE DATE

5-12-99

ARTICLE II.

PRINCIPAL OFFICE

The initial principal office address of this corporation is 100 Western Way, Unit 346, Jacksonville, Florida 32256. The initial principal office mailing address is P.O. Box 372, Kingsland, Georgia 31548.

ARTICLE III.

COMMENCEMENT OF EXISTENCE

The existence of the corporation commences on execution by the incorporator unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation.

ARTICLE IV.

CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of common stock with a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the shareholder(s), any or all of the authorized shares may be issued by this corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is One Independent Drive, Suite 3000, Jacksonville, Florida 32202 and the name of the initial registered agent of this corporation at that address is Daniel B. Nunn, Jr. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VI.

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

ADDRESS

Ernest E. Ruffell, III

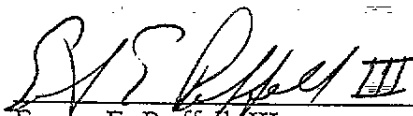
100 Western Way, Unit 346
Jacksonville, Florida 32256

ARTICLE VII.

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Either the shareholder(s) or Board of Directors may repeal, amend, or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholder(s) may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed, or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 12th day of May, 1999.



Ernest E. Ruffell, III
Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
SOUND INSTALLATIONS & DESIGN, INC.

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SECRETARY OF STATE
JACKSONVILLE, FLORIDA

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Sound Installations & Design, Inc., a corporation organized under the laws of the State of Florida, and having been made aware of the obligations and responsibilities of a Registered Agent, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at One Independent Drive, Suite 3000, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal in Jacksonville, Duval County, Florida, on this 12~~th~~ day of May, 1999.



Daniel B. Nunn, Jr.
Registered Agent