

P990000 59238

ACCREDITED FINANCIAL ACCOUNTING, INC.

2430 Shadowlawn Drive
Suite Seven
Naples, Florida 33962
941-775-8588

June 24, 1999

Secretary of State
Div. of Corporations
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
6-24-99

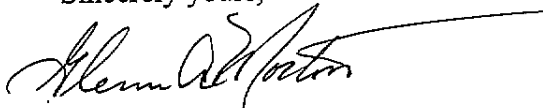
000002917050--3
-06/28/99--01086--009
*****70.00 *****70.00

Re: Accent Audio & Video, Inc.

Enclosed please find the Articles of Incorporation for
Accent Audio & Video, Inc.

A check for \$70.00 is enclosed. Please return to us the charter number for the corporation. We do
not require a certified copy.

Sincerely yours,


Glenn A. Morton, E.A.

FILED
99 JUN 28 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

B. BROCK JUN 30 1999

ARTICLE OF INCORPORATION

EFFECTIVE DATE
6-24-99

OF

Accent Audio & Video, Inc.

The undersigned subscriber to the Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is:

Accent Audio & Video, Inc.
9840 Carolina Street
Bonita Springs, FL 34135

FILED
99 JUN 28 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any and/or all lawful business under the General Corporation act of the Florida statutes.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 500 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV

PREEMPTIVE RIGHTS

Each shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which they already hold, shall have the right to purchase their pro rata share thereof at the price at which it is offered to others.

ARTICLE V

DURATION

This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 9840 Carolina St., Bonita Springs, FL 34135, and the name of the initial registered agent of this corporation at that address is Robbin J. Olson. I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Signed: 
Robbin J. Olson

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two director's initially. The number of directors may never be less than one. The name and address of the initial director of this corporation are as follows:

NAME	ADDRESS
Robbin J. Olson	5931 Sea Grass Lane Naples, FL 34116
Curt B. Rothenberg	3950 Leward Passage Ct. #204 Bonita Springs, FL 34134

ARTICLE VIII
INCORPORATOR

The name and address of the person subscribing these articles is:

NAME	ADDRESS
Robbin J. Olson	5931 Sea Grass Lane Naples, FL 34116

ARTICLE IX
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, in the manner provided by law, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X
INDEMNIFICATION

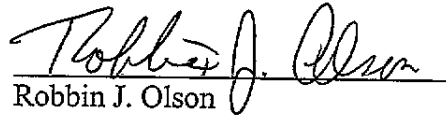
The Corporation shall indemnify any office and/or director, or any former officer and/or director to the full extent of the law.

ARTICLE XI

EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the date of subscription and acknowledgment.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles on the
24 Day of *June*, 1999.

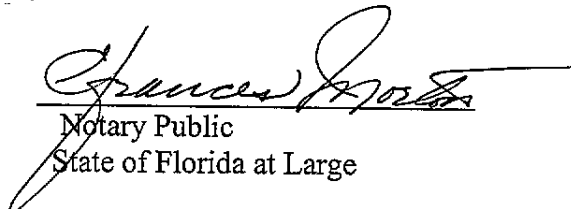

Robbin J. Olson

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this *24* day of *June*, 1999
by Robbin J. Olson.

Known personally to me.




Notary Public
State of Florida at Large

FILED
99 JUN 28 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA