PAGENTE SOUND DESIGN, INC.
2900 - 14TH STREET NORTH

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32301

Re: Filing of Articles of Incorporation for A COMPLETE SOUND DESIGN, INC.

NAPLES, FL 34103

Dear Sirs:

I enclose the original of the Articles of Incorporation for A COMPLETE SOUND DESIGN, INC. Further enclosed is my check in the amount of \$122.50 payable to the Florida Department of State.

Please file the original of the Articles and return your receipt and Certified Copy.

If you have any further questions or require additional information, please do not hesitate to contact me.

Thank you for your assistance in this matter.

Very truly yours,

DAVID W. RICHTER

HW/ccl

Enclosures

Fees as follow:
Certified Copy
Filing Fee for Articles
Registered Agent

900002980099--3 -09/07/99--01123-001 \*\*\*\*122.50 \*\*\*\*\*\*78.75

EFFECTIVE DATE



#### ARTICLES OF INCORPORATION OF

A COMPLETE SOUND DESIGN, INC.

The undersigned, for the purposes of forming a Corporation under Section 607.164 of the Florida General Corporation Act, do hereby certify as follows:

# ARTICLE I Corporate Name and Address

The name of the corporation is A COMPLETE SOUND DESIGN, INC. and the street address of the Corporation is:

2900 - 14TH STREET NORTH NAPLES, FL 34103

#### ARTICLE II Corporate Purposes

The Corporation is organized to function as SOUND SYSTEMS INSTALLATION and any related business services and to otherwise engage in any activity or business permitted under the laws of the United States of America and in the state of Florida.

## ARTICLE III Authorized Stock

The aggregate number of shares of the Corporation shall be 50,000, of which 1,000 are to be issued as voting common stock with a par value of \$1.00.

## ARTICLE IV Registered Office and Registered Agent

The street address of the initial registered office of the Corporation in the state of Florida shall be:

2900 - 14TH STREET NORTH NAPLES, FL 34103

The name of the initial registered agent of the corporation at the registered office shall be: DAVID W. RICHTER.

EXECTIVE UNIT

# ARTICLE V Initial Board of Directors

The initial board of Directors of the Corporation shall be comprised of 3 persons. The name and address of the initial Director is as follows:

NAME DAVID W. RICHTER ADDRESS 4556 LAKEWOOD BLVD NAPLES, FL 34112

ARTICLE VI Incorporator

The name and address of the Incorporator of the Corporation is:

DAVID W. RICHTER 4556 LAKEWOOD BLVD NAPLES, FL 34112

ARTICLE VII

<u>Commencement of Existence</u>

The Corporation shall be deemed to commence on the 1ST day of SEPTEMBER, 1999.

## ARTICLE VIII Duration

The term of existence of the Corporation is perpetual. IN WITNESS WHEREOF, the undersigned, as Incorporator has executed the foregoing Articles of Incorporation this 1ST day of SEPTEMBER, 1999.

DAVID W. RICHTER Incorporator

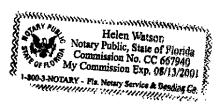
STATE OF FLORIDA

COUNTY OF COLLIER

Before me personally appeared DAVID W. RICHTER to me personally known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles of Incorporation this 1ST day of SEPTEMBER, 1999.

Helen Watson

Notary Public, Helen Watson My Commission Expires: 08-13-2001



#### ACCEPTANCE OF REGISTERED AGENT

FOR

99 SEP-7 PH 5: 58
TALLAHASSEE, FLORIDA

A COMPLETE SOUND DESIGN, INC.

I, DAVID W. RICHTER, having signed the within as registered agent of A COMPLETE SOUND DESIGN, INC. (the Corporation) at registered address of 2900 - 14TH STREET NORTH, NAPLES, FL., 34103, do hereby agree as the registered agent to accept service of process, to keep an office of the Corporation open during the prescribed hours, and to post my name, DAVID W. RICHTER and that of any officer of the Corporation authorized to accept service of process at the above Florida designated address, in some conspicuous place in the office of the Corporation as required by law.

DAVID W. RICHTER Registered Agent