

K75044
KILLGORE PEARLMAN

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
ATTORNEYS AND COUNSELORS AT LAW

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CRAIG S. PEARLMAN ¹
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¹ ALSO MEMBER OF DC & WEST VIRGINIA BAR
² CERTIFIED CIRCUIT COURT MEDIATOR
³ ALSO MEMBER OF NEW YORK & TEXAS BAR

ROBERT M. STEENBERGH, P.A.
OF COUNSEL

January 8, 1998

Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

700002396987--9
-01/12/98-01078-003
*****35.00 *****35.00

Re: Articles of Amendment

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation of TAI AUDIO, INC. Also enclosed is a check in the amount of \$35.00 for the filing fee.

If you have any questions, please give me a call.

Very truly yours,

KILLGORE PEARLMAN

Martin F. Stamp

By: Martin F. Stamp

FILED
98 JAN 29 PM 1:03
SECRETARY OF STATE
TALLHASSEE, FLORIDA

MFS/cb
Enclosures

~~Handwritten scribble~~

This letter and enclosures have been mailed on this 8th day of January, 1998.

Martin F. Stamp
Martin F. Stamp

TOP-RISECSTATE.LTR

n/c Amend

Jan 129



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 13, 1998

MARTIN F. STAMP
KILLGORE PEARLMAN
P.O. BOX 1913
ORLANDO, FL 32803

SUBJECT: TAI AUDIO, INC.
Ref. Number: K75044

We have received your document for TAI AUDIO, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 998A00001994

KILLGORE PEARLMAN

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ROBERT M. STEENBERGH, P.A.
OF COUNSEL

January 26, 1998

Secretary of State
Attention: Teresa Brown
P.O. Box 6327
Tallahassee, Florida 32314

Re: SUBJECT: TAI AUDIO, INC.
REF. NUMBER K75044
LETTER NUMBER: 998A00001994


Dear Ms. Brown:

Enclosed please find Articles of Amendment to the Articles of Incorporation of TAI AUDIO, INC. with original signatures as you requested. The filing fee has already been received by the Department of State. Also enclosed is a copy of your letter 998A00001994 for your reference.

If you have any questions, please give me a call.

Very truly yours,

KILLGORE PEARLMAN



By: Martin F. Stamp

MFS/cb
Enclosures

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF TAI AUDIO, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendments adopted:

ARTICLE I - NAME OF CORPORATION

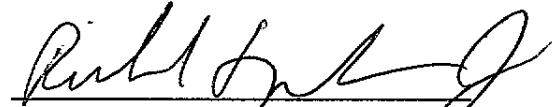
The name of this corporation shall be PSS AUDIO, INC.

SECOND: The date of the amendment's adoption: December 22, 1997.

THIRD: The amendment was adopted by the Board of Directors and approved by the Shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 22 day of December 1997.

TAI AUDIO, INC.



By: RICHARD H. TOPHAM, JR.
Its: President

FILED
98 JAN 29 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA