

State of Idaho

Department of State

CERTIFICATE OF AUTHORITY OF

SOUND MART CORP.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of SOUND MART CORP. for a Certificate of Authority to transact business in this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to SOUND MART CORP. to transact business in this State under the name SOUND MART CORP. and attach hereto a duplicate original of the Application for such Certificate.

Dated: April 19, 1993



Pete T. Cenarrusa
SECRETARY OF STATE

By *[Signature]*

APPLICATION FOR CERTIFICATE OF AUTHORITY

(Profit Corporation)

To the Secretary of State of Idaho

Pursuant to Section 30-1-110, Idaho Code, the undersigned Corporation hereby applies for a Certificate of Authority to transact business in your State, and for that purpose submits the following statement:

1. The name of the corporation is Sound Mart Corp.

2. The name which it shall use in Idaho is Sound Mart Corp.

(To be used only when required to avoid a conflict with a name already on file. Must be accompanied by a Board of Directors resolution adopting assumed name in Idaho.)

3. It is incorporated under the laws of Washington

4. The date of its incorporation is December 30, 1969 and the period of its duration is perpetual

5. The address of its principal office in the state or country under the laws of which it is incorporated is E. 6511 Sprague Spokane, WA 99212

6. The address to which correspondence should be addressed, if different from that in item 5.

7. The street address of its proposed registered office in Idaho is 6125 Sunshine St.
Coeur d'Alene, ID 83814, and the name of its proposed registered agent in Idaho at that address is Janice Eseke

8. The purpose or purposes which it proposes to pursue in the transaction of business in Idaho are:
Car & Home Audio Sales & installation

9. The names and respective addresses of its directors and officers are:

Name	Office	Address
David Eseke	President	E. 1707 8th Spokane, WA 99202
Janice Eseke	Vice- President, Secretary and Treasurer	E. 1707 8th Spokane, WA 99202

IDAHO SECRETARY OF STATE
19930419-0900-67744-2
CK #: 34666 CUST# 1
CORPORATIO 10 60.00-60.00



(continued on reverse)


Name	Office	Address

10. The corporation accepts and shall comply with the provisions of the Constitution and the laws of the State of Idaho.

11. This Application is accompanied by a certificate of Corporate Status or Existence, duly authenticated by the proper officer of the state or country under the laws of which it is incorporated.

Dated: April 7, 1993

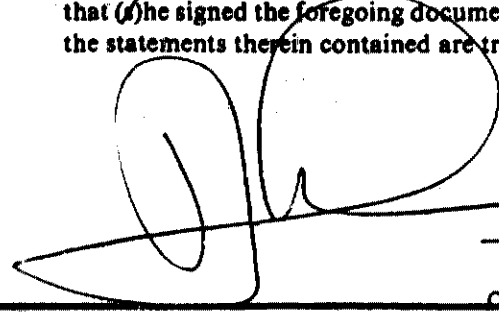
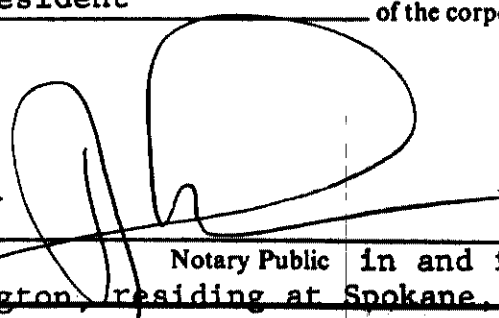



 By _____ Sound Mart Corp
 (Corporation Name)
 Its President/ ~~Vice President~~ (please specify)
 and  _____
 Its Secretary/ Assistant Secretary (please specify)

STATE OF Washington)
) ss:
 COUNTY OF Spokane)

I, PAUL J. ALLISON, a notary public, do hereby certify that on
 this 7TH day of April, 19 93, personally appeared before
 me David Eaeke, who being by me first duly sworn, declared that (s)he
 is the President of Sound Mart Corp., a Washington corporation

that (s)he signed the foregoing document as President of the corporation and that
 the statements therein contained are true.

 Notary Public in and for the State
 of Washington, residing at Spokane. My commission
 expires 2-4-94

33 APR 19 AM 10 46
SEC. OF STATE



STATE of WASHINGTON SECRETARY of STATE

CERTIFICATE OF EXISTENCE/AUTHORIZATION

OF

SOUND MART CORP.

I, RALPH MUNRO, Secretary of State of the State of Washington, hereby certify that I am the custodian of the corporation records of this state.

I FURTHER CERTIFY that the records on file in this office show that the above - named profit corporation was incorporated under the laws of the State of Washington and was issued a certificate of incorporation in Washington on December 30, 1969.

I FURTHER CERTIFY that as of the date of this certificate no Articles of Dissolution or Certificate of Withdrawal have been filed, that the conditions of the Revised Code of Washington, Title 23B.01.280(2) (a) through (d) have been met, and the corporation is duly authorized to transact business in the corporate form in the State of Washington.

Date: April 8, 1993

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

L. Cramer