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Jennifer Brunner
Ohio Secretary of State
Central Ohio (614) 466-3910
Toll Free: 1-877-SOS-FILE(1-877-767-3453)

Re: PHANTOM SOUND, INC.
Charter / License No: 774709
Original Date: 6/ 4/1990

July 26, 2007

SARA STRAIGHT WOLF, ESQ
537 E PETE ROSE WAY
SUITE 400
CINCINNATI, OH 45202

The tax commissioner has certified that the above named corporation failed to file necessary corporate franchise tax reports or pay any such taxes within the time prescribed by law. Therefore, in accordance with Ohio Revised Code (R.C.) Section 5733.20, you are hereby notified that the Secretary of State has cancelled the Articles of Incorporation/Certificate of Authority for the above named corporation as of July 26, 2007.

Further, the Secretary of State must notify the County Recorder of the county in which the principal place of business of the corporation in this state is located that this cancellation has taken place.

While cancelled, R.C. Section 5733.21 prohibits any person from exercising or attempting to exercise "any powers, privileges, or franchises under the articles of incorporation or certificate of authority."

Reinstatement of a Corporation

A corporation whose articles of incorporation or certificate of authority have been cancelled pursuant to R.C. Section 5733.20 may apply for reinstatement by doing all of the following:

1. Please forward a copy of this cancellation notice to the Ohio Department of Taxation, Reinstatement Division, P.O. Box 182382, Columbus, Ohio 43218-2382 along with the following information:

   A. The corporation's Ohio Corporate Franchise Tax Identification Number assigned by the Ohio Department of Taxation's Corporate Franchise Tax Section.

   B. The corporation's Federal Employer Identification Number (FEIN) assigned by the U.S. Internal Revenue Service.

   The Department of Taxation will inform the corporation the reports and taxes that are required to be filed and paid. After the corporation has filed all reports and paid all taxes, fees and penalties, the Department of Taxation will issue the corporation a "D-3" Certificate of Reinstatement.

2. Please forward the D-3 certificate to the Secretary of State, P.O. Box 788, Columbus, OH 43216, together with a check or money order for the filing fee of $25.00. Please make the check or money order payable to "Ohio Secretary of State".

Once the Secretary of State receives the D-3 certificate it will begin the process of reinstatement on its records. When all required information has been provided, the Secretary of State will issue the corporation a formal "Certificate of Reinstatement. "

Please be advised that the Secretary of State will forward notice of reinstatement to the county recorders.

If you have any questions regarding this cancellation notice, please contact the Ohio Department of Taxation, Reinstatement Division, P.O. Box 182382, Columbus, Ohio 43218-2382 or you may telephone the department at 1-888-405-4039

Sincerely,

Jennifer Brunner