DOC ID ----> 5439_0439

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
02/29/96

CHARTER NUMBER: 774709
ROLL AND FRAME: 5439-0439

05439-0439

CORPORATION:	DOCUMENT NUMBER	CODE	FEE
PHANTOM SOUND, INC.		AGR	NO FEE

089488

RETURN TO: JAY D. REVELSON
200 E SILVER ST
P O BOX 175
LEBANON OH 45036-0175

TOTAL :

0207

DOC ID ----> 5439_0439

05439-0440

The State of Ohio

Bob Taft

Secretary of State

774709

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: AGR

of:

PHANTOM SOUND, INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 5439 at Frame 0441 of the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at Columbus, Ohio, this 29TH day of JAN ,

A.D. 19 96 .

Bob Taft

Bob Taft
Secretary of State

DOC ID ----> 5439_0439

Prescribed by
BOB TAFT, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418

05439-0441

PURGED
JAN 29 '96

Charter No. 774709
Approved AB
Date 1-29-96
Fee NONE

NOTICE OF RESIGNATION OF AGENT

I, Jay D. Revelson, heretofore appointed as agent
(Name of Agent)

for Phantom Sound, Inc., (an Ohio Corporation) ~~XXXXXXXXXX~~
(Name of Corporation)

~~corporation licensed XXXXXXXXX

DOC ID ----> 5439_0439

05439-0442

JAY D. REVELSON
ATTORNEY AT LAW
REVELSON BUILDING
200 EAST SILVER STREET
POST OFFICE BOX 175
LEBANON, OHIO 45036-0175

JAY D. REVELSON
ALSO ADMITTED IN FLORIDA

TELEPHONE (513) 932-2300
FAX (513) 932-6952

January 26, 1996

Secretary of State
ATTN: Corporate Records Division
30 East Broad Street
Columbus, OH 43216

RE: Phantom Sound, Inc.

Dear Madam or Sir:

Enclosed please find the duly executed Notice of Resignation of Agent and the Return Slip - Subsequent Filings notice dated January 22, 1996, which I received for the above-captioned corporation.

Thank you for your courtesy and cooperation in this matter.

Sincerely,



Jay D. Revelson

JDR:sda

Enclosures

cc: Bill Bishop