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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : C T CORPORATION SYSTEM
Account Number : FCA000000023
Phone : (850) 222-1092
Fax Number : (850) 222-9428

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC 23 AM 10:42

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FLORIDA PROFIT CORPORATION OR P.A.

Clarion Solutions Inc.

Certificate of Status	0
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42-26

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Clarion Solutions Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailling address is:

11 Bear Creek Boulevard, P. O. Box 1108, Wilkes-Barre, PA. 18773-1108

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Marketing and retailing of consumer electronic devices.

ARTICLE IV SHARES

The number of shares of stock is:

The total number of shares of stock which the corporation shall have authority to issue is: Ten Million One Hundred Thousand (10,100,000); all of such shares shall be without par value, and One Hundred Thousand (100,000) shares thereof shall be voting common stock and Ten Million (10,000,000) shares thereof shall be non-voting common stock.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

List name(s), address(es) and specific title(s):

Richard S. Cohen, Director/President

11 Bear Creek Boulevard, P. O. Box 1108, Wilkes-Barre, PA. 18773-1108

Charles F. Cohen, Director/Vice President/Secretary

11 Bear Creek Boulevard, P. O. Box 1108, Wilkes-Barre, PA. 18773-1108

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

C T Corporation System
c/o C T Corporation System
1200 South Pine Island Road
Plantation, Florida 33324

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Ann J. Williams

C T Corporation System, 1515 Market Street, Philadelphia, PA. 19102

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

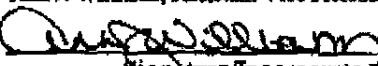


Signature/Registered Agent

Ann J. Williams, Assistant Vice President

December 23, 2003

Date



Signature/Incorporator

Ann J. Williams, Incorporator

December 23, 2003

Date

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