P95000035184

(((H95000005040))) ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: UNITEK ELECTRONICS, INC.
FAX AUDIT NUMBER: H95000005040
DATE REQUESTED: 05/04/1995
CERTIFIED COPIES: 1
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EFFECTIVE DATE
5-2-95

FILED
95 MAY -4 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 95000005040

ARTICLES OF INCORPORATION
OF
UNITEK ELECTRONICS, INC.

EFFECTIVE DATE
5-2-95

FILED
95 MAY -4 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: Unitek Electronics, Inc.

Corporate Address: 1658 S.W. 158th Avenue, Pembroke Pines, Florida 33027.

ARTICLE II. NATURE OF BUSINESS.

This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE III. DURATION.

This corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is:

May 2, 1995

ARTICLE IV. CAPITAL STOCK.

This corporation is authorized to issue shares of stock as follows:

A. Designation: The stock of this corporation shall be known as Common Stock.

B. Authorized: The maximum number of shares of Common Stock that this corporation may issue is: 200

C. Par Value: Each share of Common Stock shall have NO par value.

D. Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any other combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.

E. Non-assessability: Each share of Common Stock shall be issued in exchange for consideration which is at least equal to the par value thereof, and shall be fully paid and non-assessable.

F. Voting Rights: Each share of Common Stock shall entitle the record holder thereof, to one vote upon each proposal presented at meetings of the stockholders of the corporation.

G. Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

H. Liquidation Rights: Holders of Common Stock are entitled, in the event of liquidation or dissolution of this corporation, to receive their pro-rata share of any assets of this corporation remaining after payment of all corporate debts and obligations.

Martha L. Rodriguez, C.P.A.
11205 S.W. 99th Court
Miami, FL 33176
License no. AC 0019522
(305) 461-7301 (w) (305) 256-9906 (h)

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ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The street address of the Initial Registered Office of this corporation is: 1658 S.W. 158th Avenue, Pembroke Pines, Florida 33027, and the name of the Initial Registered Agent of this corporation at that address is Tirso Juver.

ARTICLE VI. DIRECTORS.

This corporation shall have initially one Director. The number of Directors may either increase or decrease, from time to time by the bylaws but shall never be less than one. The name and address of the initial Directors of this corporation are:

Tirso Juver, Director - 1658 S.W. 158 Avenue, Pembroke Pines, Florida 33027.

And the officer(s) of this corporation shall be:

Tirso Juver, President - 1658 S.W. 158 Avenue, Pembroke Pines, Florida 33027.

Tirso Juver, Vice-President - 1658 S.W. 158 Avenue, Pembroke Pines, Florida 33027.

Tirso Juver, Secretary - 1658 S.W. 158 Avenue, Pembroke Pines, Florida 33027.

Tirso Juver, Treasurer - 1658 S.W. 158 Avenue, Pembroke Pines, Florida 33027.

ARTICLE VII. INITIAL SUBSCRIBER.

The name and address of the Initial Subscriber of these Articles of Incorporation is: Tirso Juver located at 1658 S.W. 158 Avenue, Pembroke Pines, Florida 33027.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2nd day of May, 1995.

Tirso Juver, Subscriber

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Tirso Juver known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: D.L.# J160-800-61-148-0, and that an oath (was) (was not) taken.

Witness my hand and seal in the County and State last aforesaid this 2nd day of May, 19

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. OCT. 3,1998
BONDED THRU GENERAL INS. UND.

Notary Signature

JAVIER LOPEZ

Printed Notary Signature

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 617.0501, Florida Statutes, the undersigned corp ation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First - That Unitek Electronics, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in these Articles of Incorporation has named Tirso Juver located at 1658 S.W. 158 Avenue City of Pembroke Pines, County of Broward, State of Florida, as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: ____________________
Tirso Juver, Registered Agent

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Tirso Juver known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: D.L.# J160-900-61-148-0, and that an oath (was) (was not) taken.

Witness my hand and seal in the County and State last aforesaid this 2nd day of May, 1995

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. OCT. 3,1998
BONDED THRU GENERAL INS. UND.

Notary Signature

J. Havier [illegible]

Printed Notary Signature

FILED
95 MAY -4 PM 12: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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