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Florida Department of State
Division of Corporations
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FLORIDA DEPARTMENT OF STATE

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FOREIGN PROFIT QUALIFICATION

v-link video corp.

Certificate of Status	0
Certified Copy	1
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STATE OF FLORIDA

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. V-LINK VIDEO CORP.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION," "Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. DELAWARE

(State or country under the law of which it is incorporated)

3. APPLIED FOR

(FEI number, if applicable)

4. 2-10-05

(Date of incorporation)

5. PERPETUAL

(Duration: Year corp. will cease to exist or "perpetual")

6. UPON REGISTRATION

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. 2755 E. OAKLAND PARK BLVD. SUITE 300 FT. LAUDERDALE, FL 33306

(Principal office address)

SAME

(Current mailing address)

8. ANY LAWFUL PURPOSE

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)

Name: **PAUL J. LANE**

Office Address: **2755 E. OAKLAND PARK BLVD. STE 300**

FT. LAUDERDALE

(City)

, Florida 33306

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and in accept service of process for the above stated corporation at the place designated in this application, 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 statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

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TALLAHASSEE, FLORIDA

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A. DIRECTORS

Chairman: ABBAS A. SADRIWALLA

Address: 2755 E. OAKLAND PARK BLVD. SUITE 300 FT. LAUDERDALE FL. 33306

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: ABBAS A. SADRIWALLA

Address: 2755 E. OAKLAND PARK BLVD. SUITE 300 FT. LAUDERDALE FL. 33306

Vice President: _____

Address: _____

Secretary: PAUL J. LANE

Address: 2755 E. OAKLAND PARK BLVD. SUITE 300 FT. LAUDERDALE FL. 33306

Treasurer: _____

Address: _____

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TALLAHASSEE FLORIDA

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. PAUL J. LANE, SECRETARY

(Typed or printed name and capacity of person signing application)

**STATE of DELAWARE
CERTIFICATE of INCORPORATION
A STOCK CORPORATION**

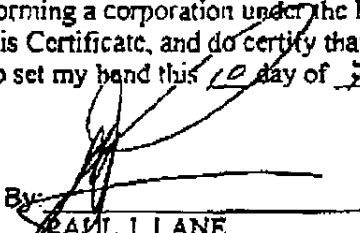
- First: The name of the Corporation is V-LINK VIDEO CORP.
- Second: Its registered agent and registered office in the State of Delaware:

CORPORATE SYSTEMS, INC.
101 North Fairfield Drive
Dover DE 19901 (County of Kent)

- Third: The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
- Fourth: The amount of total authorized capital stock of this corporation divided into 1,000 shares of NO PAR VALUE.
- Fifth: The name and mailing address of the incorporator is

PAUL J. LANE
2755 E. Oakland Park Blvd.
Suite 300
Ft. Lauderdale, FL 33306

- I, the undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein are true, and I have accordingly hereunto set my hand this 10 day of February, 2005.

By: 
PAUL J. LANE
Incorporator

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:53 PM 02/10/2005
FILED 05:53 PM 02/10/2005
SRV 050113156 - 3924800 FILE

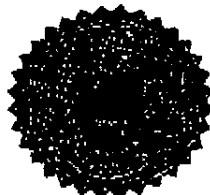
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Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "V-LINK VIDEO CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2005.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3924800 8300

AUTHENTICATION: 3707731

050113156

DATE: 02-26-05

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