

P00000027733

Date 12/23/99

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

00 MAR 13 AM 11:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: ACTIVE VIDEO SYSTEMS, Inc.
(name of corporation)

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

0000003168040-8
03/14/00-01013-009
245.00 **78.75

DION MOODLEY
(individual's name)

DIMILLA, Inc.
(name of corporation)

MAILING ADDRESS OF CORPORATION

1021 NE 144 ST

N. MIAMI, FL 33161

PHONE

(305) 947-8062

Area Code

Number

Ext.

ARTICLES OF INCORPORATION

Active VIDEO SYSTEMS, Inc.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

Active VIDEO SYSTEMS, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Five hundred shares (500) of ONE.

Dollar(s) (\$ 1) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	WILHELM ZIMMERMAN		
ADDRESS	19610 NE 19 th PLACE		
CITY	NORTH MIAMI BEACH	FLORIDA	ZIP 33179

The principal office, if known, or the mailing address of the corporation is:

NAME	Active VIDEO SYSTEMS, Inc.		
ADDRESS	19610 NE 19 th PLACE		
CITY	NORTH MIAMI BEACH	FLORIDA	ZIP 33179

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	WILHELM ZIMMERMAN		
ADDRESS	19610 NE 19 th PLACE		
CITY	NORTH MIAMI BEACH	STATE FL	ZIP 33179
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

00 MAR 13 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	WILHELM ZIMMERMAN		
ADDRESS	19610 NE 19 th PLACE		
CITY	NORTH MIAMI BEACH	STATE	FL ZIP 33179
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 23rd day of December, 1999.

(Seal)

(Seal)

(Seal)

STATE OF FLORIDA

COUNTY OF Dade

SS

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Signature

Personally known
Form of Identification

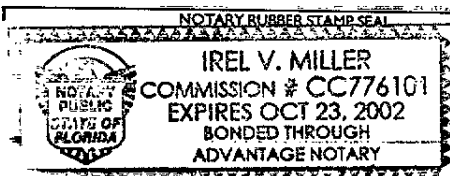
Signature

Form of Identification

Signature

Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that _____ executed these Articles of Incorporation, that I relied upon the form _____ of identification of the above named person _____ as indicated opposite each name, and that an oath was not taken.



Witness my hand and official seal in the County and State last aforesaid this

23rd day of December, 1999

Irel V. Miller
Notary Signature

Irel V. Miller
Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

ACTIVE VIDEO SYSTEMS, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 19610 NE 19TH PLACE

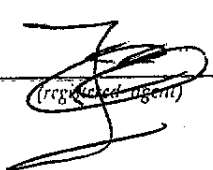
NORTH MIAMI BEACH, FL 33179

has named WILHELM ZIMMERMAN

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)

FILED
00 MAR 13 AM 11:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA