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Florida Department of State  
Division of Corporations  
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11/13/00

To:  
Division of Corporations  
Fax Number : (850)922-4001

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305)672-0686  
Fax Number : (305)672-9110

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

Global Electronics Corp.

Global Digital Electronics Corp.

Certificate of Status	1
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T. SMITH NOV 16 2000

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

November 16, 2000

CORPORATE CREATIONS

SUBJECT: GLOBAL DIGITAL ELECTRONICS CORP.  
REF: W00000027131

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The registered agent designated in your document is not an active entity according to our records. Please reinstate this entity (call (850) 487-6059 for information) or designate another entity that is active according to our records.

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Becky McKnight  
Document Specialist

FAX Aud. #: H00000059786  
Letter Number: 700A00058668

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Global Digital Electronics Corp.

11/13/00

### Article II. Address

The Corporation's mailing address is:  
Global Digital Electronics Corp.  
1325 NW 93 Court  
Suite 102  
Miami FL 33147

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### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
NS Corporate Services, Inc.  
501 Brickell Key Drive, Suite 400  
Miami FL 33131

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Mario Sergio Martins  
Claudio Borghi

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Nelson Slosbergas | FL Bar Member 378887  
Slosbergas & Fernandez, L.L.P.  
501 Brickell Key Drive, Suite 400  
Miami FL 33131  
305-374-0030

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Article V. Capital Stock

The Corporation shall have the authority to issue 5,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

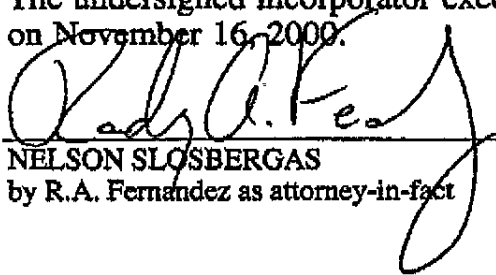
The name and address of the incorporator is:

Nelson Slosbergas  
Slosbergas & Fernandez, L.L.P.  
501 Brickell Key Drive, Suite 400  
Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on November 13, 2000.

The undersigned incorporator executed these Articles of Incorporation on November 16, 2000.

  
\_\_\_\_\_  
NELSON SLOSBERGAS  
by R.A. Fernandez as attorney-in-fact

Nelson Slosbergas | FL Bar Member 378887  
Slosbergas & Fernandez, L.L.P.  
501 Brickell Key Drive, Suite 400  
Miami FL 33131  
305-374-0030

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

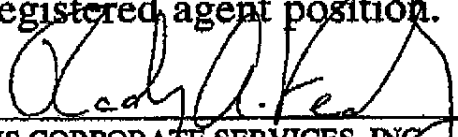
**Global Digital Electronics Corp.**

**REGISTERED AGENT/OFFICE:**

**NS Corporate Services, Inc.  
501 Brickell Key Drive, Suite 400  
Miami FL 33131**

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**I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.**

  
\_\_\_\_\_  
**NS CORPORATE SERVICES, INC.  
Nelson Slosbergas  
by R.A. Fernandez as attorney-in-fact**

**Date: November 16, 2000**

**Nelson Slosbergas | FL Bar Member 378887  
Slosbergas & Fernandez, L.L.P.  
501 Brickell Key Drive, Suite 400  
Miami FL 33131  
305-374-0030**