

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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

From:
Account Name : ROSEN ASSOCIATES
Account Number : I20000000021
Phone : (305)859-4900
Fax Number : (305)859-8892

FLORIDA PROFIT CORPORATION OR P.A.
RAMA CABLE CONSULTING, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03 (4)
Estimated Charge	\$78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight FEB 02 2001

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3055359931;

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**ARTICLES OF INCORPORATION
OF
RAMA CABLE CONSULTING, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I

Name

The name of this Corporation shall be **RAMA Cable Consulting, Inc.**

ARTICLE II

Duration

This Corporation shall have a perpetual existence, unless dissolved according to law, commencing on the date these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE III

Purpose and Powers

This Corporation is being formed for the purpose of transacting any or all business activities permitted to be transacted by Florida corporations by the laws of the State of Florida. This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue one hundred (100) shares of common voting stock with a par value of one dollar (\$1.00) per share, which shall be designated "Common Shares."

ARTICLE V

Principal Office: Initial Registered Office and Agent

The street address of the initial principal office and registered office of this Corporation is: 510 West 35th Place, Hialeah, Florida, 33012, and the name of the initial registered agent of this Corporation at that address is: Roxana Arias.

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ARTICLE VI

Initial Board of Directors

This Corporation shall initially have one (1) director. The number of directors may be increased or decreased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director of this Corporation is:

RAUL ARIAS
510 West 35th Place
Hialeah, Florida 33012

ARTICLE VII

Amendments to Articles of Incorporation and Bylaws

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders of this Corporation.

ARTICLE VIII

Incorporator

The name and address of the person signing these Articles is:

Raul Arias
510 West 35th Place
Hialeah, Florida 33012

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 1 day of February, 2001.



RAUL ARIAS, Subscriber

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STATE OF FLORIDA

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COUNTY OF MIAMI-DADE

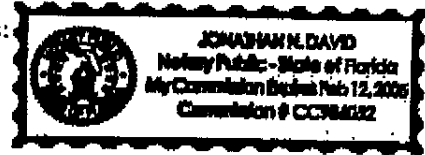
BEFORE ME, personally appeared RAUL ARIAS, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County set forth above, this 1 day of February, 2001.

[Signature]
Notary Public, State of Florida

JONATHAN DAVID
Type/Print/or Stamp Name of Notary

My Commission Expires:



ACCEPTANCE OF APPOINTMENT BY RESIDENT AGENT

The undersigned, Roxana Arias, hereby accepts appointment as the Resident Agent for RAMA Cable Consulting, Inc., and does agree to accept service of process on behalf of the Corporation and to forward same to the appropriate corporate officer. The undersigned is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0505.

WITNESS my hand this 1 day of February, 2001.

[Signature]
Roxana Arias

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