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From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

Capital A/V Systems Inc.

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ARTICLES OF INCORPORATION OF

Capital A/V Systems Inc.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is *Capital A/V Systems Inc.*
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is *200 common shares with no par value.*
5. The principal address and mailing address of the corporation will be : *182 Glades Road, Boca Raton, FL 33432*
6. Its registered office in the State of Florida is to be located at: *182 Glades Road, Boca Raton, FL 33432* and its registered agent at such address is: *Alan Luckman*
7. The name and address of the sole incorporator is: *Flora L. Murillo c/o BlumbergExcelsior Corporate Services, Inc., 62 White Street, NY 10013*

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: *January 25, 2001*



Flora L. Murillo
Sole Incorporator

*BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013
212-431-5000*

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

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I, the undersigned, do hereby accept appointment as Registered Agent for *Capital AV Systems Inc.* the within named corporation.

Dated: *January 25, 2001*


Alan Luckman

*Blumberg Excelsior Corporate Services
62 White Street
New York, NY 10013
212-431-5000*

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