

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

P01000034309

CONTACT: CINDY HICKS

800003459138--5  
-04/04/01--01065--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DATE: 4-4-01

REF. #: 0409.15215

CORP. NAME: Digital Cube, Inc

FILED  
01 APR -4 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- |   |   |  |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                        | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                        | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION          | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                   |
| <input type="checkbox"/> OTHER: _____                         |   |  |

STATE FEES PREPAID WITH CHECK# 10591 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |
|--|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |

Examiner's Initials

RECEIVED  
1 APR -4 AM 11:04  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
( ) PLAIN STAMPED COPY

ARTICLES OF INCORPORATION  
OF  
DIGITAL CUBE, INC.

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ARTICLE I

The name of the corporation is DIGITAL CUBE, INC., (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and mailing address of the Corporation is 10700 Caribbean Boulevard, Suite 312D, Miami, Florida 33189.

ARTICLE III

This Corporation shall have the authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$1.00 per share.

ARTICLE IV

The Corporation shall hold a special meeting of the shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 9501 Dominican Drive, City of Miami, County of Miami-Dade, State of Florida 33189, and the name of its initial registered agent at such office is Claire Moore.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is three, and the names and addresses

of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Franklin E. Williams  
15522 SW 105 Avenue  
Miami, Florida 33157

Luciano Felix Cunningham  
22580 SW 108 Place  
Miami, Florida 33170

Samuel L. Hart  
730 SW 99 Terrace  
Hollywood, Florida 33025

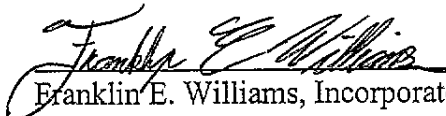
#### **ARTICLE VII**

The name of the Incorporator is Franklin E. Williams and the address of the Incorporator is 15522 SW 105 Avenue, Miami, Florida 33157.

#### **ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 3rd day of April, 2001.

  
Franklin E. Williams, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of DIGITAL CUBE, INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such positions, as provided in Florida Statutes §607.0505.

Claire Moore

Claire Moore, Registered Agent

Dated: April 3, 2001

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