

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P020000/4207

Vuecast Networks, Inc.

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Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

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Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File **J. BRYAN FEB 7 2002**

UCC 11 Search

UCC 11 Retrieval

Courier

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02 FEB -7 PM 12:40

Signature

Requested by:

J 2/7/02 12:00
Name Date Time

Will Pick Up

**ARTICLES OF INCORPORATION
OF
Vuecast Networks, Inc.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE: NAME

The name of the corporation shall be: Vuecast Networks, Inc.

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be: 4950 Ebensburg Drive, Tampa, Florida 33647.

ARTICLE 3: PURPOSE

The purpose of the corporation shall be to provide multi-media consulting and production services and engage in any other lawful business.

ARTICLE 4: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is: One Thousand (1000).


ARTICLE 5: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is: John P. Perrin, Esq., whose registered office is located at: 8875 Hidden River Parkway, Suite 300, Tampa Florida 33637.

ARTICLE 6: INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: DeWitt C. Smith, 4950 Ebensburg Drive, Tampa, Florida 33647.

The undersigned incorporator has executed these Articles of Incorporation this 6th day of February, 2002.


DeWitt C. Smith, Incorporator

**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to Florida Law, the below-named Corporation organized under the laws of the State of Florida submits the following statement in designating the registered agent/office, in the State of Florida.

1. The name of the corporation is: **Vuecast Networks, Inc.**
2. The name and address of the initial registered agent and registered office is:

Name: John P. Perrin, Esq.

Address: 8875 Hidden River Parkway, Suite 300, Tampa Florida 33637.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE OF REGISTERED AGENT


John P. Perrin, Esq.

DATE: February 10th, 2002.

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