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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
02 APR 26 PM 3:11

April 24, 2002

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32314

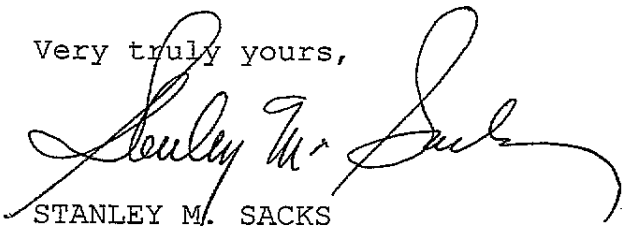
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*****78.75 *****78.75

Re: Incorporation of Video on Hold, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above company. Also enclosed is a check payable to the Secretary of State in the amount of \$78.75. After filing, please forward a copy of the Articles of Incorporation to this office in the enclosed self-addressed stamped envelope.

Very truly yours,


STANLEY M. SACKS

SMS:dcs
Enclosures

R. CHESSEB APR 30 . . .

ARTICLES OF INCORPORATION
OF
VIDEO ON HOLD, INC.

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THE UNDERSIGNED, acting as incorporators of a corporation under the Florida General Corporation Act, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation is: **VIDEO ON HOLD, INC.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida, specifically for sales consulting throughout the State of Florida.

ARTICLE IV

The corporation shall have the authority to issue 1000 shares of common stock, all of one class, at ONE DOLLAR (\$1.00) par value.

ARTICLE V

The address of the principal place of business of the corporation is 487 NW 48th Avenue, Deerfield Beach, Florida 33442; the initial registered office of the corporation is 487 NW

48th Avenue, Deerfield Beach, Florida 33442; and the name of its registered agent is Jillliann U. Collins, 487 NW 48th Avenue, Deerfield Beach, Florida 33442

ARTICLE VI

The number of directors constituting its initial Board of Directors is TWO (2) whose name and address is:

Richard A. Collins, President & Vice President
487 NW 48th Avenue
Deerfield Beach, Florida 33442.

Jillliann U. Collins, Secretary & Treasurer
487 NW 48th Avenue
Deerfield Beach, Florida 33442

ARTICLE VII

The name and address of the incorporator is:

Jillliann U. Collins
487 NW 48th Avenue
Deerfield Beach, Florida 33442

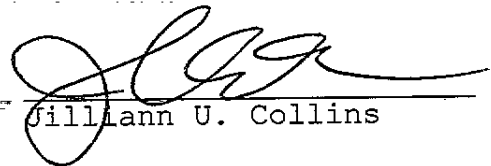
ARTICLE VIII

Preemptive rights shall be as follows:

The shareholders shall have preemptive rights to new issues of authorized and newly authorized stock and treasury shares.



Richard A. Collins



Jillliann U. Collins

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, appeared Richard A. Collins and Jillliann U. Collins, who to me are well-known to be the persons described in and who subscribed the above Articles of Incorporation, and they freely and voluntarily acknowledged before me according to law that they made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Fort
Lauderdale, in said County and State this 10 day of April, 2002,

Darlene C. Sacks
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires

☒ Knows Affiants Personally
I.D. produced _____

Affiant produced I.D.



Darlene C. Sacks
Commission # CC 978105
Expires Dec. 9, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: **Video on Hold, Inc.**
2. The name and address of the registered agent and office is:

Jilliann U. Collins
487 NW 48th Avenue
Deerfield Beach, Florida 33442

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 PERFORMANCES OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Jilliann U. Collins

DATE: _____

4-10-02

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