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J. MICHAEL SPECK

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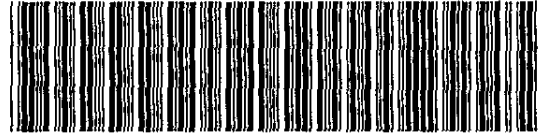
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ELECTRONICS BY DESIGN, INC.

I, the undersigned, being a natural person of legal age do hereby desire to form a corporation under the laws of the State of Florida, and do hereby adopt the following Articles of Incorporation

ARTICLE I

The name and address of the Corporation shall be:

Electronics By Design, Inc.
1504 Bay Road #3205
Miami Beach, FL 33139

ARTICLE II

This Corporation shall have the power to authorize and permit to engage in the practice of manufacturing, producing, importing, purchasing or otherwise acquiring, holding, owning, using, exporting, selling at wholesale, or otherwise dispose of equipment and supplies of any and all kinds and, permitted by laws or otherwise, its being the intention that this Corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the State of Florida.

ARTICLE III

The maximum number of shares of stock of this Corporation which the Corporation is authorized to have outstanding at any one time is seventy-five thousand (75,000) share of common capital stock having par value of ten cents (\$.10) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of said Corporation.

ARTICLE IV

The street address of the initial registered office of this Corporation and the initial registered agent of this Corporation at this address is listed below:

Registered Agent

Address

Greg Stuart

1504 Bay Road #3205
Miami Beach, FL 33139

ARTICLE V

INITIAL BOARD OF DIRECTORS

The business of the Corporation shall be conducted and managed by the Board of Directors consisting of not less than one (1) members, as fixed from time to time by the bylaws of this Corporation and the Board of Directors shall be elected or appointed by the shareholders of the Corporation, but it shall not be necessary for any such director to be a shareholder of the Corporation.

The name and address of the first Board of Directors who shall not hold office until their successors are elected and qualified are:

NAME

ADDRESS

Greg Stuart

1504 Bay Road #3205
Miami Beach, FL 33139

John Graney

1504 Bay Road #3205
Miami Beach, FL 33139

ARTICLE VI

INCORPORATOR

The name and address of the persons signing these Articles of Incorporation are:

NAME

ADDRESS

Greg Stuart

1504 Bay Road #3205
Miami Beach, FL 33139

John Graney

1504 Bay Road #3205
Miami Beach, FL 33139

ARTICLE VII

INDEMNIFICATION


Every director, officer, employee, or agent of the Corporation shall be indemnified by the Corporation against all expenses and liabilities including counsel fees, reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made party or in which he or she may become involved by reasons of his or her employment or by reason of his or her being or have been a director, officer, employee or agent of the Corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable negligence or misconduct in the performance of his or her duties as such director, officer, employee or agent.

The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

ARTICLE VIII

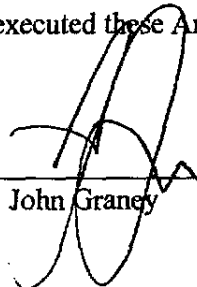
The Corporation reserves the right to amend, alter, change, repeal and revise any provisions of this Corporation's Articles of Incorporation in the manner now or hereinafter prescribed by the statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 19th day of October, 20 04.



Greg Stuart

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 13th day of October, 20 04.

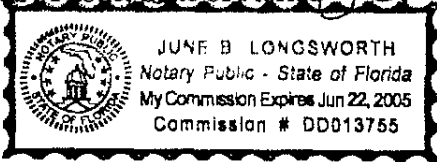


John Graney

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME. The undersigned officer, personally appeared or personally known Greg Stuart to me, who produced FLORIDA DRIVERS LICENSE as identification, and personally appeared and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he or she acknowledges the me that after reading the same, the matter set forth therein are true and correct to the best of his or her knowledge and belief.

June B. Longworth
Notary Public, State of Florida County of Dade



BEFORE ME. The undersigned officer, personally appeared or personally known John Graney to me, who produced _____ as identification, and personally appeared and known to me to be the person described in and who executed the foregoing Articles of Incorporation and he or she acknowledges the me that after reading the same, the matter set forth therein are true and correct to the best of his or her knowledge and belief.

T. S. Slones
Notary Public, State of Florida



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING

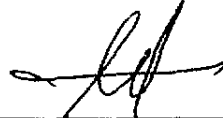
UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act.

First, the Electronics By Design, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami Beach, County of Dade, State of Florida, has named Greg Stuart located at 1504 Bay Road #3205, City of Miami Beach, County of Dade, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGMENT: (Must be signed by designated agent.)

Having been named to accept service of process for the above stated Corporation, at the place designed in this Certificate, I hereby accept to act in this capacity, and agree to comply with provisions of said Act relative to keeping open said office.



Greg Stuart
(Registered Agent)