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FLORIDA PROFIT CORPORATION OR P.A.

t & h, inc.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 16, 2005

EMPIRE

SUBJECT: T & H INC.
REF: W05000008031

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

T & H ELECTRONICS, INC.

ARTICLE I - NAME

T & H ELECTRONICS, INC.

ARTICLE II - DURATION

The date when the Corporation's existence shall begin shall be the date when the Articles of Incorporation are filed in the office of the Secretary of State and approved. The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The Corporation is authorized to issue ONE THOUSAND (1000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds shall have the right to purchase his pro rata share of stock of this Corporation (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: NICHOLAS T. GENTILE

Florida Bar No.: 298050, NICHOLAS T. GENTILE, P.A.

2801 University Drive, #203, Coral Springs, FL 33065

(954) 755-1000

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ARTICLE VI -
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is **2801 University Drive, Suite 203, Coral Springs, Florida 33065**, and the name of the initial Registered Agent of this corporation is **Nicholas T. Gentile**.

ARTICLE VII -
FIRST BOARD OF DIRECTORS

This corporation's first Board of Directors shall consist of **ONE (1)** Director. The numbers of Directors may be either increased or decreased from time to time by the By-laws, but shall never be less than **ONE (1)**. The names and addresses of the initial Board of Directors of is Corporation is:

Cathy P. Floyd, President
2801 University Drive, Suite 203
Coral Springs, Florida 33065.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Nicholas T. Gentile
2801 University Drive, Suite 203
Coral Springs, Florida 33065

ARTICLE IX -
PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

2801 University Drive, Suite 203
Coral Springs, Florida 33065

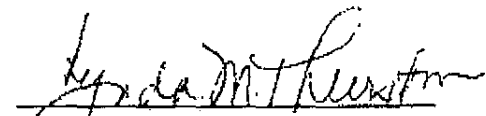
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IN WITNESS WHEREOF, the undersigned Incorporator has executed theses Articles of Incorporation this 16 day of February, 2005.


INCORPORATOR

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida, personally appeared **Nicholas T. Gentile**, who is personally known to me, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed theses Articles of Incorporation and who [did/did not] take an oath this 16 day of February, 2005.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 16 day of February, 2005.


Notary Public, State of Florida

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **T & H ELECTRONICS, INC.** at the place designated in the Articles of Incorporation, **Nicholas T. Gentile** agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.


Nicholas T. Gentile
Registered Agent

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