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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : BRETT HENDEE, P.A.
Account Number : I19980000066
Phone : (813)258-1177
Fax Number : (813)259-1106

FLORIDA PROFIT CORPORATION OR P.A.

iCable USA, Inc.

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ARTICLES
OF INCORPORATION
OF
iCABLE USA, INC.

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

ARTICLE I
NAME

The name of the Corporation shall be iCable USA, Inc.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 3000 Bayport Drive, STE 800, Tampa FL 33607.

ARTICLE III
SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: TEN THOUSAND (10,000) and such shares shall be common, with no par value.

ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT

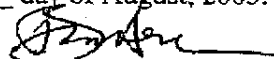
The street address of the initial registered office of this Corporation is 1700 S. MacDill Avenue, Suite 200, Tampa, Florida 33629, and the name of the initial registered agent of this Corporation at that address is Brett Hendee, Esquire.

ARTICLE V
INCORPORATOR

The name and address of the incorporator signing these Articles is: Brett Hendee, Esquire, 1700 S. MacDill Avenue, Suite 200, Tampa, Florida 33629

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this

3RD day of August, 2005.


Brett Hendee, Incorporator

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091 iCable USA, Inc., desiring to organize under the laws of the State of Florida, hereby designates Brett Hendee, Esquire, located at 1700 S. MacDill Avenue, Suite 200, Tampa, Florida 33629, as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE OF DESIGNATION

Having been named as registered agent, the undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.



Brett Hendee
Brett Hendee, P.A.
1700 S. MacDill Avenue
Suite 200
Tampa, Florida 33629

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STATE AND COUNTY
CLERK OF DISTRICT
CLERK OF DISTRICT

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