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DIVISION OF CORPORATION

OF LIN -5 PM 3: 28

of 10/10/07

## ANDREW M. PARISH, P.A.

ANDREW M. PARISH
DIRECT DIAL; (305) 778-8133
APARISH@APARISHLAW.COM

ATTORNEYS AT LAW
DUTY FREE AMERICAS BUILDING
SUITE 421

6100 HOLLYWOOD BOULEVARD
HOLLYWOOD, FLORIDA 33024-7900

MAILING ADDRESS P. O. Box 220063 HOLLYWOOD, FLORIDA 33022-0063

Voice: (954) 351-4588 Facsimile: (954) 771-8870 / (305) 944-9843 Miami Line: (305) 445-1667 After Hours: (305) 778-8133

June 4, 2007

MIAM! OFFICE

GABLES INTERNATIONAL PLAZA
PENTHOUSE ID
2655 LE JEUNE ROAD
CORAL GABLES, FLORIDA 33134-5826
VOICE: (305) 445-1667
FACSIMILE: (305) 441-7974

GROUP OFFICES

CLEVELAND LOS ANGELES NEW YORK WASHINGTON, D.C. CHICAGO

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Secretary of State
State of Florida
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Articles of Incorporation for For Profit Corporation Top Victory Electronics Latin America Incorporated 07 JUN -5 PH 3:28

SECRETARY OF STATE DIVISION OF CORPORATIONS

Dear Sir:

Enclosed herewith please find the original and one copy of the Articles of Incorporation for Top Victory Electronics Latin America Incorporated, organized as a for profit Florida corporation, together with our fee check in the amount of SEVENTY EIGHT DOLLARS AND SEVENTY FIVE CENTS (\$78.75), representing the sum of the filing fee, registered agent designation, and certified copy fee. Please return the certified copy in the self addressed envelope enclosed herewith.

Your cooperation in this matter is appreciated.

Sincerely yours, ANDREW MPARISH, P.A.

Andrew M. Parish

AMP/am Enclosures

# ARTICLES OF INCORPORATION OF

# TOP VICTORY ELECTRONICS LATIN AMERICA INCORPORATEDUN -5 PM 3: 28

#### **ARTICLE I**

#### **NAME**

The name of this Corporation shall be Top Victory Electronics Latin America Incorporated

#### **ARTICLE II**

#### **DURATION**

The Corporation shall have perpetual duration and succession in its corporation name.

#### **ARTICLE III**

#### **PURPOSE**

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States of America and the State of Florida.

#### ARTICLE IV

#### **CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock having a par value of one dollar (\$1.00) per share.

#### ARTICLE V

#### INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 8300 N.W. 53rd Street, Suite 204, Miami, Florida 33166, and the initial registered agent of this Corporation at such office shall be Alec Chan who, upon accepting this designation, agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office for service of process.

#### ARTICLE VI

#### PLACE OF BUSINESS

The initial principal place of business of this Corporation shall be 8300 N.W. 53rd Street, Suite 204, Miami, Florida 33166. The initial mailing address of this Corporation shall be 8300 N.W. 53<sup>rd</sup> Street, Suite 204, Miami, Florida 33166.

#### ARTICLE VII

#### INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of at least one (1) member. The number of Directors may be increased or diminished from time to time by vote of the stockholders, but in no case shall the number of directors be fewer than one (1). The name and address of the director constituting the initial Board of Directors is:

Name

Address

Alec Chan

8300 N.W. 53rd Street, Suite 204 Miami, Florida 33166

### **ARTICLE VIII**

#### **INCORPORATOR**

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

Name

Address

Alec Chan

8300 N.W. 53rd Street, Suite 204 Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this <u>14</u> day of May, 2007. Alec Chan **COUNTY OF MIAMI DADE** SS: STATE OF FLORIDA

The foregoing Articles of Incorporation of Top Victory Electronics Latin America Incorporated, were acknowledged before me this \_\_\_\_ day of May, 2007 by Alec Chan, Incorporator know to me by identification produced

Notary Public

My Commission Expires:

# AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Florida Statutes §48.091, Top Victory Electronics Latin America Incorporated, desiring to organize under the laws of the State of Florida, hereby designates Alec Chan, as its registered agent to accept service of process within the State of Florida.

# ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Top Victory Electronics Latin America Incorporated, at the place designated above in the Articles of Incorporation, Alec Chan agrees to act in this capacity and agrees to comply with the provisions of Florida Statutes **§48.091.** 

Date May 24, 2007