

P95000000448

November 18, 1994

Secretary of State  
Division Of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

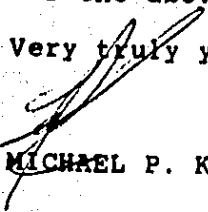
Re: CONSUMER ELECTRONICS, INC.

700001341097  
-11/29/94--01146--019  
\*\*\*122.50 \*\*\*122.50

Enclosed please find the original and one copy of Articles Of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the filing fees, certified copy of Articles Of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very truly yours,

  
MICHAEL P. KADEL

MAILING ADDRESS OF CORPORATION:

CONSUMER ELECTRONICS, INC.  
851 N.E. 206 ST.  
Miami, Fl. 33179

95 JUN 14 10 10 AM '95  
FILED  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
TALLAHASSEE, FLORIDA

W94-25543  
ST  
1-4

December 6, 1994

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: CONSUMER ELECTRONICS CONSULTANTS, INC.

Enclosed please find the original and one copy of Articles Of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the filing fees, certified copy of Articles Of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very truly yours,



MICHAEL P. KADEL

MAILING ADDRESS OF CORPORATION:

CONSUMER ELECTRONICS CONSULTANTS, INC.  
851 N.E. 206 ST.  
Miami, FL 33179



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

November 30, 1994

MICHAEL P. KADEL  
851 N.E. 206 STREET  
MIAMI, FL 33179

SUBJECT: CONSUMER ELECTRONICS, INC.  
Ref. Number: W94000025543

We have received your document for CONSUMER ELECTRONICS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala  
Document Specialist Supervisor

Letter Number: 394A00051303

ARTICLES OF INCORPORATION  
OF  
CONSUMER ELECTRONICS CONSULTANTS, INC.

FILED  
95 JAN -14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of this corporation is: CONSUMER ELECTRONICS CONSULTANTS, INC., with its principal office located at: 851 N.E. 206th Street, Miami, FL 33179.

ARTICLE II - DURATION

This corporation shall exist in perpetuity unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is: 851 N.E. 206th Street, Miami, FL 33179 and the name of the initial registered agent of this corporation at that address is: Michael P. Kadel.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is: Alan Page, 851 N.E. 206th Street, Miami, FL 33179.

ARTICLE VII- INCORPORATION

The name and address of the person signing these Articles of Incorporation is: Alan Page, 851 N.E. 206th Street, Miami, FL 33179.

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board Of Directors.

#### ARTICLE IX- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

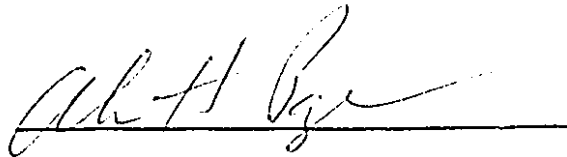
#### ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

#### ARTICLE XI - AMENDMENT

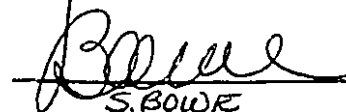
This corporation reserves the right to amend or repeal any provisions contained in these Articles Of Incorporation, or any amendment hereto; any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribed, has executed these Articles Of Incorporation this 16TH day of November, 1994.



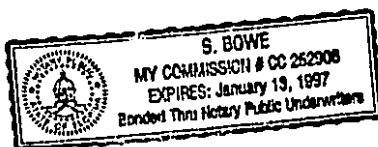
STATE OF FLORIDA     )  
                              ) SS  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 16TH day of Nov., 1994, by Alvin Pape, who is personally known to me and known to be the person who executed the foregoing Articles Of Incorporation, or who has produced DRIVER License, as identification and who did take an oath.

  
S. BOWE

NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT**

Pursuant to Florida Statutes Sections 46.091 and 607.0501, **CONSUMER ELECTRONICS CONSULTANTS, INC.**, having filed its Articles Of Incorporation contemporaneously herewith, with its registered office as indicated therein at: 851 N.E. 206th Street Miami, FL 33179 has named, **MICHAEL P. KADEL**, located there as its Registered Agent to accept service of process within this State.

By: 

Having been named as Registered Agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: 

FILED  
95 JAN -14 10:00 AM  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA