

CORPORATION INCORPORATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

csc networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO : 0721000000032

REFERENCE : 524274 143654A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : January 12, 1995

ORDER TIME : 11:27 AM

ORDER NO. : 524274

CUSTOMER NO: 143654A

CUSTOMER: Mr. Jerry Baruch
MR. STEVE SCHOENBERG

21621 Reflection Lane

Boca Raton, FL 33428

DOMESTIC FILING

NAME: COMPUTER DESIGNS INC.

XXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XXXX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
95 JAN 12 11:06
TALLAHASSEE, FL 32301
SECRET

800001378528

95 JAN 12 09:00 AM
TALLAHASSEE, FL 32301
SECRET

1-12-95
01

ARTICLES OF INCORPORATION
OF
COMPUTER DESIGNS INC.

FILED
95 JAN 12 PM 1:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

COMPUTER DESIGNS INC.

The address of the principal office of this corporation shall be 21621 Reflection Lane, Boca Raton, Florida 33428, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial members of the Board of Directors are:

Stephen D. Schoenberg

21621 Reflection Lane
Boca Raton, Florida 33428

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on January 12, 1995.

Incorporator
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____
Its Agent, Gail Shelby
Authorized Service Representative
Corporation Service Company

KWJ/dks

~~Computer~~
~~Technology~~
P95000023272

306 South Federal Highway, Boca Raton, Florida 33432
(407)361-0445 fax (407)361-0462

June 23, 1995

Louis Baruch NAME

AUTHOR:

VP & Reg. TO Adm. 7/10/95 Old RA & Address

100001527481
-06/29/95--01085--003
*****35.00 *****35.00

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

DOC. EXAM. *DZ*

Re: **COMPUTER DESIGNS INC.**

Dear Sir/Madam:

Enclosed herewith please find the original and one copy of the Certificate Designating Change of Registered Agent with respect to the above-referenced Corporation. Please file same and return the enclosed copy to the undersigned in the self-addressed, stamped envelope enclosing for your convenience.

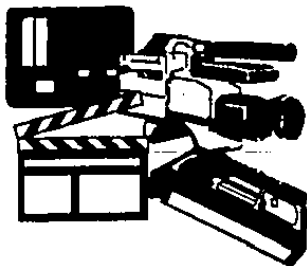
Thanking you in advance for your prompt attention to this matter, I remain

Very truly yours,

Nom Baruch
LOUIS BARUCH

LB:tg
Encls.

FILED
95 JUN 28 PM 1:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



RA Change
7-10-95
DZ

Introducing new video technologies

**CERTIFICATE DESIGNATING CHANGE
OF
REGISTERED AGENT**

FILED
95 JUN 28 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607.037, Florida Statutes, the following is submitted in compliance with said Act:

- 1) The Name of the Corporation is **COMPUTER DESIGNS INC..**
- 2) The street address of the Registered Office is **306 S. Federal Highway, Boca Raton, Florida 33432.** and address
- 3) The name of the current Registered Agent is **CORPORATE SERVICE COMPANY, 1201 HAYS STREET, TALLAHASSEE, FL. 32301.**
- 4) Name of the successor Registered Agent is **JERRY BARUCH.**
- 5) The street address of the new Registered Office is **306 S. Federal Highway, Boca Raton, Florida 33432, County of Palm Beach, State of Florida.**
- 6) Such change of Registered Agent and Registered Office was authorized by an Officer of the Corporation so authorized by the Board of Directors.

CORPORATE DESIGNS INC.

6/16/95
DATED

By: Jerry Baruch
JERRY BARUCH Vice-President

ACKNOWLEDGMENT

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

6/16/95
DATED

Jerry Baruch
JERRY BARUCH