

H95-838

ARTICLES OF INCORPORATION

of NETWORKS-U.S.A. XVII, INCORPORATED
a CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: NETWORKS-U.S.A. XVII, INCORPORATED
Address of the Corporation: 11900 BISCAYNE BLVD. #800
NORTH MIAMI, FLORIDA 33181

Article 2: JURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000
PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

11900 BISCAYNE BLVD #800 NORTH MIAMI, FLORIDA 33181

and the name of the initial registered agent at such address is JEROME FELDMAN

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

Signature of Registered Agent

Date

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. JEROME FELDMAN 11900 BISCAYNE BLVD #800 NORTH MIAMI, FLORIDA 33181

Article 7: The Name and address of the incorporator is:

JEROME FELDMAN 11900 BISCAYNE BLVD #800 NORTH MIAMI, FLORIDA 33181

In witness whereof I have subscribed my name

Signature of Incorporator

H95-838
ACE INDUSTRIES, INC.
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