

TALLAHASSEE, FL 32301  
904-222-9171  
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ACCOUNT NO. 07210000003

REFERENCE : 569094 150223A

AUTHORIZATION : Patricia Pzyt

COST LIMIT : \$ 70.00

ORDER DATE : March 30, 1995

ORDER TIME : 4:51 PM

ORDER NO. : 569094

CUSTOMER NO: 150223A

CUSTOMER: Mr. Kerry Sakolaky  
AVALON PRODUCTIONS

Suite Ph1  
550 Biltmore Way  
Miami, FL 33134

DOMESTIC FILING

NAME: OPTIGON, INC.

XXX 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: Karen B. Rozer

EXAMINER'S INITIALS: T. BROWN APR - 3 1995

FILED  
95 MAR 31 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

~~789-619-611-503-671~~



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

March 31, 1995

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: OPTIGON, INC.  
Ref. Number: W95000007067

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

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

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) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 295A00014721

ARTICLES OF INCORPORATION  
OF

OPTIGON POST, INC.

ARTICLE ONE- NAME

The name of the corporation shall be OPTIGON, INC.

ARTICLE TWO- PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation shall be:

OPTIGON POST, INC.  
550 Biltmore Way,  
Coral Gables, FL 33134

ARTICLE THREE- CAPITAL STOCK

The aggregate number of shares of stock which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One (\$1.00) per share. The stock shall be divided into one hundred shares (100) of Class A common stock and nine hundred shares (900) of Class B stock. The holders of Class A common shares shall have the exclusive voting power. The Board of Directors shall fix the consideration to be received by each share. Such consideration shall consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

ARTICLE FOUR- REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is:

Kerry Sakolsky  
550 Biltmore Way  
Coral Gables, FL 33134

ARTICLE FIVE- INCORPORATORS

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

Kerry Sakolsky  
550 Biltmore Way  
Coral Gables, FL 33134

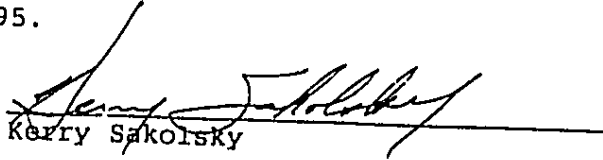
FILED  
95 MAR 31 PM 12:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE SIX- PURPOSE

This corporation is organized for the following purposes:

For transacting any and all business permitted under the laws of the United States of America and of the laws of the State of Florida.

The undersigned has executed these Articles of Incorporation this 28 day of March, 1995.

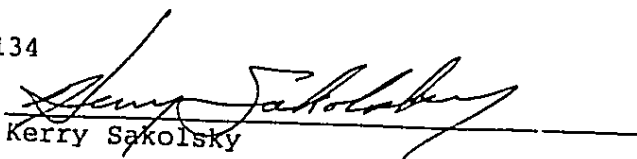
  
Kerry Sakolsky

CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/ REGISTERED OFFICE

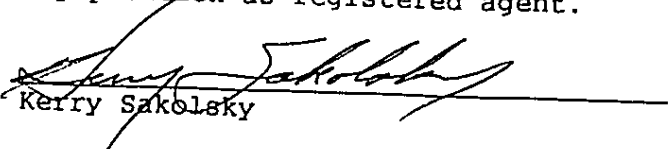
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement and designates the registered agent/ registered office in the State of Florida:

1. The name of the corporation is OPTIGON POST, INC.
2. The name and address of the registered agent and office is:

Kerry Sakolsky  
550 Biltmore Way  
Coral Gables, FL 33134

  
Kerry Sakolsky

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
Kerry Sakolsky