

1201 HAYS STREET
TALLAHASSEE, FL 32301
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P9500028055

ACCOUNT NO. : 072100000032

REFERENCE : 560022 82150A

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 122.50

ORDER DATE : March 29, 1995

ORDER TIME : 11:24 AM

00000014128055

ORDER NO. : 560022

CUSTOMER NO: 82150A

CUSTOMER: Mr. Jose Mojica
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

of Miami

NAME: PACE ELECTRONICS, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

W95-6945

T. BROWN APR 10 1995

RECEIVED
55 MAR 29 PM 12:17
95 MAR 30 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 30, 1995

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: PACE ELECTRONICS, INC.
Ref. Number: W95000006945

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

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 195A00014408

ARTICLES OF INCORPORATION

OF

PAGE ELECTRONICS OF MIAMI, INC.

FILED
95 MAR 30 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 of the revised Florida Statutes, herewith submits the following information:

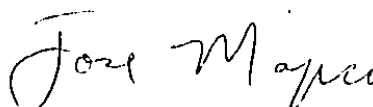
1. The name of the corporation is **PAGE ELECTRONICS OF MIAMI, INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is 200 shares, all without par value and of one class.
5. The principal address and mailing address of the corporation will be 1 N.E. 1ST Street, Miami, FL. and the name of its initial registered agent at such address is Alan Appelbaum.
6. The number of directors constituting the initial board of directors is one and the name and address of each person who is to serve as a member thereof is as follows:

Alan Appelbaum, 1 N.E. 1ST Street, Miami, FL.

7. The name and address of the sole incorporator is: JOSE MOJICA, c/o XL CORPORATE SERVICES, INC., 62 WHITE STREET, 2ND FLOOR, NEW YORK, NY 10013.

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: 03/06/95




JOSE MOJICA
Sole Incorporator

**ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT**

FILED
95 MAR 30 AM 10:52
SECRET
STATE
TALLAHASSEE, FLORIDA

I, Alan Appelbaum, the undersigned, do hereby accept appointment as Registered Agent of the within named corporation.

Dated: March 21, 1995



Alan Appelbaum
Registered Agent