



JUN-15-1995 14:50 FROM EMP/IME

TO

DTU CORP ELT FI P.03

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**ARTICLES OF INCORPORATION  
OF  
EMANON SERVICE CORP.**

**ARTICLE I**

The name of this corporation is EMANON SERVICE CORP.

**ARTICLE II**

The term for which this corporation shall exist shall be perpetual.

**ARTICLE III**

The general nature of the business or businesses to be transacted by said corporation shall be as follows:

To develop, manufacture, wholesale, distribute, retail, service and repair electronic devices and household, kitchen and commercial appliances and fans.

To provide financing to individuals and entities.

To provide mortgages and loans on real and personal property.

To purchase, acquire, hold, improve, sell, convey, assign, lease, mortgage, encumber, hire and deal in real and personal property of every name and nature.

Cristina De Oliveira, Esq.  
Fla. Bar No. 307157  
2701 Le Jeune Road, Suite 350  
Coral Gables, FL 33134  
Telephone: (305) 444-9012  
Telecopier: (305) 444-4916

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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To own, lease, rent, operate and manage hotels, apartment houses, restaurants, taverns, bars, drug stores, barber shops, garages for motor vehicles, manufacturing plants, distribution and assembly plants, laundry and dry cleaning services, newsstands, dance halls, theaters and other places of public entertainment.

To own, lease, use, experiment in, buy, sell, and develop patents and patent rights of all kinds and for items, objects, products, mechanisms, and goods of all kinds and nature, and to deal in, manufacture, distribute and sell and buy, such patents and patent rights and such other items, objects, products, mechanisms and goods, and to enter into contracts for the purchase, sale, disposition and traffic in same, both as principal and as agent.

To buy, sell, trade, manufacture, assemble, and deal in and with goods, wares and merchandise of every kind and nature; to carry on such business as wholesaler, retailer, importer, and exporter, to acquire all such merchandise, supplies, materials and other articles as shall be necessary or incidental to such business.

ARTICLE IV

The corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shares shall be designated "Common Stock".

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#### ARTICLE V

The Board of Directors shall have the power to adopt, alter, amend or repeal the Bylaws of the corporation.

#### ARTICLE VI

The principal place of business of this corporation shall be: 3313 N.W. 37th Street, Miami, Florida 33142.

The name of the initial registered agent of this corporation is: Cristina De Oliveira, Esq.

The address of the initial registered agent is: 2701 Le Jeune Road, Suite 350, Coral Gables, Florida 33134.

#### ARTICLE VII

This corporation shall initially have as directors those persons who are designated below in this Article. The number of directors may be increased or decreased from time to time by the Bylaws, but shall never be less than one (1), nor more than nine (9). The name(s) and address(es) of the initial director(s) of this corporation is/are:

Oscar Radillo

3313 N.W. 37th Street  
Miami, Florida 33142

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ARTICLE VIII

The names and addresses of the officers who are to conduct the business of this corporation until those elected at the first election are as follows:

President/Secretary

Oscar Radillo  
3313 N.W. 37th Street  
Miami, Florida 33142

ARTICLE IX

The name and address of the person signing these Articles is: Oscar Radillo, 3313 N.W. 37th Street, Miami, Florida 33142.

ARTICLE X

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

ARTICLE XI

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act.

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## ARTICLE XII

Members of the Board of Directors may participate in meetings of the Board of Directors by means of telephone conference as provided by law.

## ARTICLE XIII

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

## ARTICLE XIV

The shares of the corporation may be issued pursuant to the provisions of Section 1244 of the Internal Revenue Code in order that the shareholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 15<sup>th</sup> day of June, 1995.

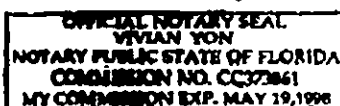
  
OSCAR RADILLO

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, the undersigned authority, on this 15<sup>th</sup> day of June, 1995, personally appeared OSCAR RADILLO, who is personally known to me, and to me known to be the person who executed the foregoing Articles of Incorporation.

  
VIVIAN YON  
Notary Public, State of Florida

My commission expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Fla. Stats., the following is submitted:

EMANON SERVICE CORP., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 3313 N.W. 37th Street, Miami, Florida 33142, has named Cristina De Oliveira, Esq. located at 2701 Le Jeune Road Suite 350, Coral Gables, Florida 33134 as its agent to accept service of process within the State of Florida.

Signature:

  
OSCAR RADILLO  
President

Dated 6/15/95

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the order and complete performance of my duties.

Signature:

  
CRISTINA DE OLIVEIRA  
Registered Agent

Dated 6/15/95

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TALLAHASSEE, FLORIDA

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