

PHILIP J. GOUZE, P.A.  
ATTORNEY AT LAW

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August 25, 1995

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

300001571913  
-08/29/95--01046--011  
\*\*\*\*122.50 \*\*\*\*122.50

RE: AV INTERSPACE TECHNOLOGIES, INC.

Dear Sir or Ms.:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-referenced corporation along with my office check payable to the Secretary of State in the amount of \$122.50 to cover the following costs:

Filing Fees	\$35.00
Certified copy of Articles of Incorporation	\$52.50
Registered Agent Designation	\$35.00

Please immediately file same of record, and return a certified copy of the Articles of Incorporation to my office in the envelope provided.

Thank you for your cooperation.

Very truly yours,



PHILIP J. GOUZE  
Attorney at Law

PJG/me  
Enclosures

4004 310 1095

35 NOV 20 4:10:17

ARTICLES OF INCORPORATION OF  
AV INTERSPACE TECHNOLOGIES, INC.

ARTICLE I - NAME

The name of the corporation is AV INTERSPACE TECHNOLOGIES, INC..

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1000) shares of one dollar (\$1.00) par value common stock which shall be designated "common shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any previously issued new stock of this corporation shall have the right to purchase his or her pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE/MAILING ADDRESS OF CORPORATION  
AND INITIAL REGISTERED OFFICE AND AGENT

The principal office and mailing address of the Corporation is:

AV INTERSPACE TECHNOLOGIES, INC.  
310 Pennell Circle, #6  
Tallahassee, FL 32310

The street address of the Corporation's initial registered office is: 1215 S.E. Second Avenue, Suite 201  
Fort Lauderdale, FL 33308

and the initial Registered Agent at that office is PHILIP J. GOUZE, ESQUIRE.

#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors constituting the Initial Board of Directors, and any Board of Directors thereafter shall consist of between one (1) and five (5) directors. Except for the initial Board of Directors, the Directors shall be elected by the stockholders of the corporation at each annual meeting. The names and addresses of the initial Board of Directors of this corporation are:

<u>Name</u>	<u>Address</u>
ALEXANDER B. NAZARENKO President/Director	310 Pennell Circle, #6 Tallahassee, FL 32310
VIKTOR PAK Director	310 Pennell Circle, #6 Tallahassee, FL 32310

#### ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ALEXANDER B. NAZARENKO  
310 Pennell Circle, #6  
Tallahassee, FL 32310

#### ARTICLE IX - DIRECTOR QUORUM AND VOTING

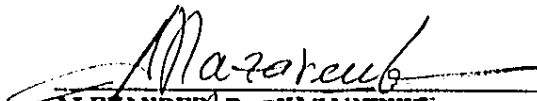
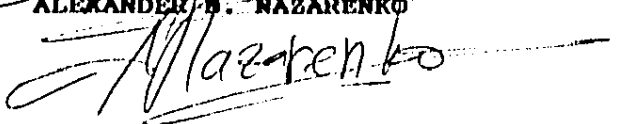
A quorum for a meeting of directors shall consist of two (2) Directors.

#### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any

provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles of Incorporation on this 18 day of August, 1995.

  
ALEXANDER B. NAZARENKO  


STATE OF FLORIDA     )  
COUNTY OF LEON     )

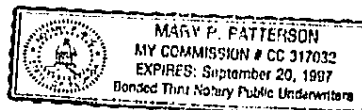
BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared ALEXANDER B. NAZARENKO (who is personally known to me or who produced his Florida drivers license as identification) known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same for the use and purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 23 day of August, 1995.

71 DL N 365002 632690

  
Notary Public  
  
Printed Name of Notary

My Commission Expires: 9-20-97



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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That AV INTERSPACE TECHNOLOGIES, INC. desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, has named PHILIP J. GOUZE, 1215 S.E. Second Avenue, Suite 201, Fort Lauderdale, FL 33316 as its agent to accept service of process within this State.

**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.

  
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PHILIP J. GOUZE  
REGISTERED AGENT