

P960000004146

Tanya Longo
14072 Sandy Dr.
Brooksville, FL 34613
January 1, 1996

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****122.50 ****122.50

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of TCL Electronics, Inc.

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as TCL Electronics, Inc., is appreciated.

Respectfully,

Tanya Longo
Tanya Longo

FILED
96 JAN 10 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten:
1-12-96

ARTICLES OF INCORPORATION
OF
TCL Electronics, Inc.

FILED
96 JAN 10 PM 4:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is TCL Electronics, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporation may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is One Hundred at the par value of One Dollar (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shared consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 15299-G Cortez Blvd., Brooksville, Florida 34613, and the name of its initial registered agent at such address is Tom Longo.

ARTICLE SEVEN

The number of directors constituting the initial board of directors are two, and the name and address of each person who is to serve as director until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Tom Longo President/Treasurer
15299-G Cortez Blvd., Brooksville, FL 34613

Tanya Longo Vice President/Secretary
15299-G Cortez Blvd., Brooksville, FL 34613

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Tom Longo 15299-G Cortez Blvd., Brooksville, FL 34613

Tanya Longo 15299-G Cortez Blvd., Brooksville, FL 34613

ARTICLE TEN

The name and address of each subscriber and number of shares of stock each agrees to take is as follows:

<u>Name</u>	<u>Address</u>	<u># of Shares</u>
Tom Longo	15299-G Cortez Blvd. Brooksville, FL 34613	10

ARTICLE ELEVEN

The principal office of the corporation shall be located at 15299-G Cortez Blvd., Brooksville, FL 34613. This location also serves as the address for the registered agent.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
8th day of Jan., 1996.

Signed, sealed and delivered in the presence of:

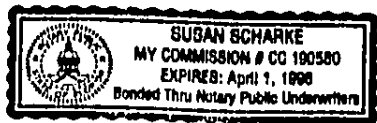
Thomas C. Longo

Seal

STATE OF FLORIDA
COUNTY OF HERNANDO

I hereby certify that on this day before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Tom Longo & Tanya Longo to me known to be the person described in and who executed the foregoing instrument and he acknowledge before me that he executed the same.

Witness my hand and official seal in the County and State last aforesaid this 8th day of Jan., A.D. 1996.



Susan Scharke
Notary Public Susan Scharke

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating, the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is : TCL Electronics, Inc.
2. The name and address of the registered agent and office is:
Tom Longo 15299-G Cortez Blvd., Brooksville, FL 34613.

Signature: Thomas C. Longo
Title: President
Date: 1/8/96

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 proper and complete performance of my duties, and I accept the duties and obligations of section 607.325 Florida Statutes.

Signature: Thomas C. Longo
Date: 1/8/96

FILED
96 JAN 19 PM 1:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA