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FLORIDA DIVISION OF CORPORATIONS

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: DIALTEX, INC.

FAX AUDIT NUMBER: H90000000240

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DIVISION OF CORPORATIONS

96 MAY -2 PM 4:11

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ARTICLES OF INCORPORATION

OF

DIALTEK, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation shall be:

DIALTEK, INC.

ARTICLE II. PRINCIPAL OFFICE

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

21000 Northeast 28th Avenue
Suite 214
Aventura, Florida 33180

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares at \$5.00 per share.

PREPARED BY:

H. ALLAN TUCKER, ESQUIRE
3802 Tyler Street
Hollywood, Florida 33021
Telephone: (305) 981-7171
Florida Bar Number 129842

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TALLAHASSEE, FLORIDA

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ARTICLE IV. INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent

1a: JOHN LASRY
21000 Northeast 28th Avenue
Suite 214
Aventura, Florida 33180

ARTICLE V. INCORPORATOR

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

NAME

ADDRESS

JOHN LASRY

21000 Northeast 28th Avenue
Suite 214
Aventura, Florida 33180

ARTICLE VI. INITIAL OFFICERS

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: JOHN LASRY - 21000 Northeast 28th Avenue, Suite 214
Aventura, Florida 33180
VICE PRESIDENT: RICHARD LASRY - 21000 N. E. 28th Avenue, Suite 214
Aventura, Florida 33180
SECRETARY: KATIE HUNT - 21000 Northeast 28th Avenue, Suite 214
Aventura, Florida 33180
TREASURER: RICHARD LASRY - 21000 N. E. 28th Avenue, Suite 214
Aventura, Florida 33180

The undersigned has executed these Articles of Incorporation this 1st day of May, 1996.

X

JOHN LASRY

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**CERTIFICATE OF DESIGNATION
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 in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: DIALTEK, INC.
2. The name and address of the registered agent and office is:
JOHN LASRY
(NAME)
21000 Northeast 28th Avenue, Suite 214
(P.O. BOX NOT ACCEPTABLE)
Aventura, Florida 33180
(CITY/STATE/ZIP)

X SIGNATURE [Signature]
TITLE JOHN LASRY
PRESIDENT
DATE MAY 1, 1996

HAVING BEEN NAMED AS REGISTERED AGENT, I HEREBY ACCEPT THE SERVICE OF 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.

X SIGNATURE [Signature]
DATE JOHN LASRY
MAY 1, 1996

FILED

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FBI
MAY 1 1996

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