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CORPORATIONS PLUS

PAGE 18

5/15/96
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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FROM: KELLER & BARNETT CORPORATE

DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

1214 N UNIVERSITY DR

PLANTATION FL 33322-

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PHONE: (954) 475-8484

FAX: (954) 475-1125

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION

OR P.A.

NAME: LATINSphere ELECTRONICS, INC.

FAX AUDIT NUMBER: H96000006873

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/15/1996

TIME REQUESTED: 12:20:25

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
Latinsphere Electronics, Inc.,
a Florida corporation

FILED
56 MAY 15 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of Latinsphere Electronics, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of this Florida corporation is:

Latinsphere Electronics, Inc.

ARTICLE II. ADDRESS

The corporation's mailing address is:

10992 Chandler Drive
Cooper City, Florida 33026-4752

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation shall begin effective May 15th, 1996.

ARTICLE IV. PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE V. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.001 per share.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 10992 Chandler Drive Cooper City, Florida 33026-4752 and the name of the corporation's initial registered agent at that address is Gladys C. Lewin.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors consisting of no less than 10992 Chandler Drive Cooper City Florida 33026-4752 director(s). The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than 10992 Chandler Drive Cooper City Florida 33026-4752. The name(s) of the initial director(s):

Name

Carlos Lewin
Carlos A. Lewin Jr.
Gladys C. Lewin
Paulina E. Lewin
Latinsphere Electronics, Inc.
10992 Chandler Drive
Cooper City, Florida, 33026-4752

ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is:

Heller & Barnett Corporate Services
1214 N. University Drive
Plantation, Florida 33322

The incorporator of the corporation assigns to this corporation his/her rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he/she assigns to those persons designated by the board of directors any rights he/she may have as incorporator to

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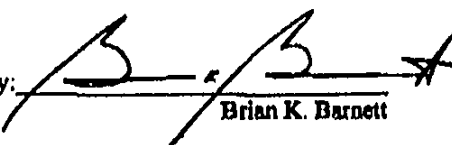
acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 15th day of May, 1996

Heller & Barnett Corporate Services:

By: 
Brian K. Barnett

H96000006873

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Latosphere Electronics, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 10992 Chandler Drive Cooper City, Florida 33026-4752, has named Gladys C. Lewin, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and am familiar with, and accept, the obligations of that position.

Gladys C. Lewin
10992 Chandler Drive Cooper City, Florida 33026-4752

Gladys C. Lewin
Gladys C. Lewin
Date: May 15, 1996

96 MAY 15 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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