

D96000047657

May 14, 1996

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

EFFECTIVE DATE
5-28-96

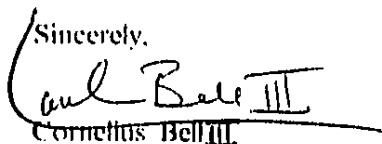
FILED IN THE OFFICE OF THE
CLERK OF THE SUPREME COURT
-105/231/96--01006--0118
*****122.50 *****122.50

Enclosed please find Articles of Incorporation for SkyBell, INC., and a check in the amount of \$122.50 filing fee. Please file these articles with an effective date effective date of May 28, 1996.

Please file these articles and return the certified copy to me;

SkyBell, INC.
c/o Cornelius Bell
14660 Polk St.,
Miami, FL 33176

Sincerely,


Cornelius Bell III

D. BROWN JUN - 5 1996

EFFECTIVE DATE
5-28-96

FILED
28 MAY 96 PM 12:35
CLERK OF CIRCUIT COURT
MIAMI, FLORIDA

ARTICLES OF INCORPORATION
OF
SKYBELL, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is SkyBell, INC. The mailing address of this corporation is 14660 Polk St., Miami, FL. 33176.

ARTICLE II - PURPOSE

The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the laws of Florida and the United States.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 per value Common Stock which shall be designated "Common Shares".

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLES VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 14660 Polk St., Miami, FL. 33176 and the name of the initial registered agent of this corporation at this address is Cornelius Bell.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Cornelius Bell
14660 Polk St.
Miami, FL 33176

Lorna Meza
16400 S.W. 100 CT.
Miami, FL 33157

ARTICLE VIII - INCORPORATOR

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

Cornelius Bell
14660 Polk St.
Miami, FL 33176

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned subscribed have executed these Articles of Incorporation on 28 day of May, 1996.

Cornelius Bell III
(Cornelius Bell, Subscriber)
III

State of Florida)
) Ss
County of Dade)

Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Cornelius Bell known to me and known by me to be the person who executed the foregoing Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, on this 28 day of May, 1996.

Subscribed and sworn (or affirmed
to before me by Cornelius Bell III
on May 28, 1996 who
is personally known to me
X produced ELLIC as
Identification 0400-100-39-453-0

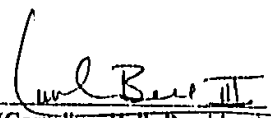
Maritza Hossein
Notary Public
State of Florida



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

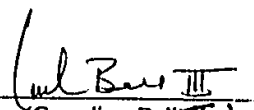
In pursuance of Chapter 48,091 Florida Statutes, the following is in compliance with said
Act

That SkyBell, INC. desiring to organize under the laws of the State of Florida with its
principal office as indicated in the Article of Incorporation at unincorporated county of Dade,
State of Florida, has named Cornelius Bell located at 14660 Polk St., Miami, FL. 33176 as its
agent to accept service process within this state.


(Cornelius Bell, President)
28, May 1996

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at the place designate in this certificate, I hereby accept to act in this capacity,
and agree to comply with the provision of said Act relative to keeping open said office.


(Cornelius Bell, III)
28, May 1996

FILED
96 MAY 30 PM 12:35
CLERK OF DISTRICT COURT
STATE OF FLORIDA