

# P 96000054472

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service \_\_\_\_\_ Two Day Service \_\_\_\_\_

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

*W96-13455*

R. ONESSER JUN 20 1996

| REQUEST | TAKEN   | CONFIRMED | APPROVED     |
|---------|---------|-----------|--------------|
| DATE    | 6/25/96 |           |              |
| TIME    | 9:00    |           | CK No. _____ |
| BY      | CD      |           |              |

WALK-IN  
 Will Pick Up \_\_\_\_\_

RE: Digital Direct  
Communications, Inc

C.C. FEE. DISBURSED

|  |  |  |
|--|--|--|
| <input checked="" type="checkbox"/> Capital Express™       |  |  |
| <input checked="" type="checkbox"/> Art. of Inc. Filing    |  |  |
| <input type="checkbox"/> Corp. Record Search               |  |  |
| <input type="checkbox"/> Ltd. Partnership Filing           |  |  |
| <input type="checkbox"/> Foreign Corp. Filing              |  |  |
| <input checked="" type="checkbox"/> ( ) Cert. Copy(s)      |  |  |
| <input type="checkbox"/> Art. of Amend. Filing             |  |  |
| <input checked="" type="checkbox"/> Dissolution/Withdrawal |  |  |
| <input checked="" type="checkbox"/> C U S.                 |  |  |
| <input type="checkbox"/> Fictitious Name Filing            |  |  |
| <input type="checkbox"/> Name Reservation                  |  |  |
| <input type="checkbox"/> Annual Report/Reinstatement       |  |  |
| <input type="checkbox"/> Reg. Agent Service                |  |  |
| <input type="checkbox"/> Document Filing                   |  |  |
| <input type="checkbox"/> Corporate Kit                     |  |  |
| <input type="checkbox"/> Vehicle Search                    |  |  |
| <input type="checkbox"/> Driving Record                    |  |  |
| <input type="checkbox"/> Document Retrieval                |  |  |
| <input type="checkbox"/> UCC 1 or 3 Filing                 |  |  |
| <input type="checkbox"/> UCC 11 Search                     |  |  |
| <input type="checkbox"/> UCC 11 Retrieval                  |  |  |
| <input type="checkbox"/> File No.'s, _____ Copies          |  |  |
| <input type="checkbox"/> Courier Service                   |  |  |
| <input type="checkbox"/> Shipping/Handling                 |  |  |
| <input type="checkbox"/> Phone ( ) _____                   |  |  |
| <input type="checkbox"/> Top Priority                      |  |  |
| <input type="checkbox"/> Express Mail Prop.                |  |  |
| <input type="checkbox"/> FAX ( ) _____ pgs.                |  |  |

95 JUN 25 PM 2:21  
 FILED  
 TALLAHASSEE, FLORIDA

100001374681  
 -06/25/96-01074-015  
 \*\*\*\*131.25 \*\*\*\*131.25

SUBTOTALS

|                                |           |
|--------------------------------|-----------|
| FEE.....                       | \$ 131.25 |
| DISBURSED.....                 | \$ 0.00   |
| SURCHARGE.....                 | \$ 0.00   |
| TAX on corporate supplies..... | \$ 0.00   |
| SUBTOTAL.....                  | \$ 131.25 |
| PREPAID.....                   | \$ 0.00   |
| BALANCE DUE.....               | \$ 131.25 |

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 25, 1996

CAP CONN

TALL, FL

SUBJECT: DIGITAL DIRECT COMMUNICATIONS, INC.  
Ref. Number: W96000013455

FILED  
96 JUN 26 PM 2:21  
TALLAHASSEE, FLORIDA

We have received your document for DIGITAL DIRECT COMMUNICATIONS, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser  
Corporate Specialist

Letter Number: 096A00031425

96 JUN 26 10:10 AM  
DIVISION OF CORPORATIONS  
Freida  
Corrected  
Thank

# ARTICLES OF INCORPORATION

of

DIGITAL DIRECT TV, INC.

FILED  
95 JUN 26 PM 2:21  
TALLAHASSEE, FLORIDA

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

The name of the corporation shall be:

Digital Direct TV, Inc.

## ARTICLE II

The initial principal place of business and mailing address shall be:

2795 N. Andrews Avenue  
Fort Lauderdale, FL 33311

## ARTICLE III

The corporation may engage in any activity permitted by the laws of the United States and the State of Florida.

## ARTICLE IV

The corporation shall have perpetual existence.

## ARTICLE V

The number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock having a par value of \$1.00, fully paid and non-assessable.

ARTICLE VI

The name of the initial Registered Agent shall be Regis Moreau, and the address of the initial Registered Agent shall be 2795 N. Andrews Avenue, Fort Lauderdale, FL 33311.

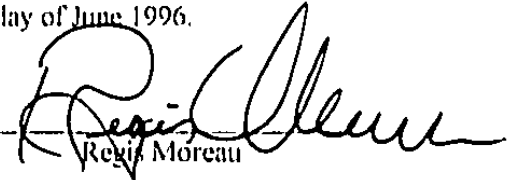
ARTICLE VII

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

Regis Moreau  
2795 N. Andrews Avenue  
Fort Lauderdale, FL 33311

ARTICLE VIII

I, the undersigned Incorporator, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct, and accordingly have hereunto set my hand and seal this 25th day of June 1996.

  
Regis Moreau

CERTIFICATE OF DESIGNATION  
OF  
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.

That Digital Direct TV, Inc., desiring to organize under the laws of the State of Florida, and having its principal place of business at Fort Lauderdale, Broward County, Florida, has named Regis Moreau as its Registered Agent to accept service of the process with the State.

The name and address of the Registered Agent and Registered Office is:

Regis Moreau  
2795 N. Andrews Avenue  
Fort Lauderdale, FL 33311

Having been named as Registered Agent, and to accept service of process for the above stated corporation at the place designated in 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.

  
\_\_\_\_\_  
Regis Moreau                      Date 6/25/96

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(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

P96000054472

Digital Direct  
TV, Inc.

|                |         |
|----------------|---------|
| Name           | DOU     |
| Responsible    | 6/27/97 |
| President      | DOU     |
| Executive      | DOU     |
| Owner          | DOU     |
| Updater        | DOU     |
| Verifier       | DOU     |
| Acknowledgment | DOU     |
| W.P. Verifier  | DOU     |

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Name  
Change  
Amend

60000224546--2

-06/27/97--01022--008

Art of Inc. File \*\*\*\*\*585.00 \*\*\*\*\*35.00

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Name Reservation

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

RECEIVED  
97 JUN 27 AM 9:59  
DIVISION OF CORPORATIONS

FILED  
97 JUN 27 AM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION**

**of**

**DIGITAL DIRECT TV, INC.**

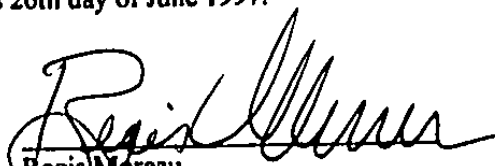
**FILED**  
97 JUN 27 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Digital Direct TV, Inc. (the "Corporation"), a corporation organized under the laws of the State of Florida, said Articles being filed on June 26, 1996, and issued document number P96000054472, are hereby amended as follows:

1. The name of the Corporation is hereby changed to Direct Digital TV, Inc.

This amendment was adopted by all of the shareholders and directors of the Corporation on June 26, 1997.

I, the undersigned, do make and file these Articles of Amendment to the Articles of Incorporation, as President of the Corporation, this 26th day of June 1997.

  
Regis Moreau  
President