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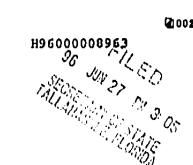
SECRETARY OF STATE
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## ARTICLES OF INCORPORATION

OF

### TRANSWORLD ELECTRONICS, INC.

#### ARTICLE I - Name and Address

The name of this corporation is TRANSWORLD ELECTRONICS, INC. The mailing address of the corporation is: 735 Arlington Avenue North, Suite #2, St. Petersburg, Florida 33701. The address of the corporation's principal office is 735 Arlington Avenue North, Suite #2, St. Petersburg, Florida 33701.

### ARTICLE II - Duration

This corporation shall have perpetual existence.

## ARTICLE III - Capital Stock

This corporation is authorized to issue 100,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Dollar (\$1.00).

# ARTICLE IV - Preemptive Rights

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

# ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation 735 Arlington Avenue North, Suite #2, St. Petersburg, Florida 33701, and the name of the initial registered agent of this corporation at that address is LOUIS M. RUFO.

E.D. Armstrong III Johnson, Blakely, Pope, Bokor, Ruppel & Burns, P.A. 911 Chestnut Street Clearwater, FL 34616 (813) 461-1818 Florida Bar No: 0349739

## ARTICLE VI - Incorporator

The names and addresses of the person signing these Articles are:

Name

Address

JAMES A. ZACH

735 Arlington Avenue North

Suite #2

St. Petersburg, Florida 33701

#### ARTICLE VII - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

## ARTICLE VIII - Amendment

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

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 26th day of June, 1996.

JAMES A. ZACH

0097238.01(cab) (4/15/96-d1)

### CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS WITHIN FLORIDA

Pursuant to Fla. Stat. §48.091, TRANSWORLD ELECTRONICS, INC., desiring to organize under the laws of the State of Florida, hereby designates LOUIS M. RUFO, located at 735 Arlington Avenue North, Suite #2, St. Petersburg, Florida 33701, as its registered agent to accept service of process within the State of Florida.

## ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the above designation as registered agent to accept service of process for the above-named corporation, at the place designated above, and agrees to comply with the provisions of Fla. Stat. §48.091(2) relative to maintaining an office for the service of process.

LOUIS M. RUFO

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