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ACE INDUSTRIES, INC.

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FROM: ACE INDUSTRIES, INC.
CONTACT: LYNN PATRICK
PHONE: (305) 358-7871

ACCT#: 070744001530

FAX #: (305) 358-7872

NAME: XM CORPORATION

AUDIT NUMBER.....H96000012108

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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Sandra B. Mortham
Secretary of State

August 29, 1996

ACE INDUSTRIES, INC.
LYNN FRIEDMAN

SUBJECT: XM CORPORATION
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ARTICLES OF INCORPORATION

of XH CORPORATION

A CORPORATION FOR PROFIT formed under the Florida General Corporation Act.

Article 1: Name of the Corporation: XH CORPORATIONAddress of the Corporation: 7400 S.W. 50th TERRACE Suite 101MIAMI, FLORIDA 33155

Article 2: DURATION: Term of existence of the corporation is perpetual.

Article 3: PURPOSE: The Corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the UNITED STATES and the STATE OF FLORIDA.

Article 4: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 250,000.PAR VALUE \$1.00 (Information about PAR VALUE is not required but may be included).

Article 5: REGISTERED OFFICE: The street address of the initial registered office of the corporation shall be:

7400 S.W. 50th TERRACE Suite 101, MIAMI, FLORIDA 33155and the name of the initial registered agent at such address is MARIA E. RIERA

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation

Signature of Registered Agent

8/27/96

Date

MARIA E. RIERA

Article 6: The board of directors are as follows:

The name and address of the Initial Director: (All persons listed after the first are additional directors)

1. ROBERT L. OLIVER 8301 S.W. 53rd AVENUE MIAMI, FLORIDA 331462. SANDRA OLIVER 8301 S.W. 53rd AVENUE MIAMI, FLORIDA 331463. MARIA E. RIERA 1042 S.W. 79th AVENUE MIAMI, FLORIDA 33144

Article 7: The Name and address of the incorporator is:

ROBERT L. OLIVER8301 S.W. 53rd AVENUEMIAMI, FLORIDA 33146

In witness whereof I have subscribed my name

Signature of Incorporator

ROBERT L. OLIVER

H96-12108
 ace INDUSTRIES, INC.
 54 NW 11th Street
 Miami, FL 33136
 305-358-2571