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HODGES & CARLE, P. A.

ATTORNEYS AT LAW

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ZEPHYRUS, Florida 33510-0540

FILED

96 SEP 23 PM 12:23

SECRET
TALLAHASSEE 960923
AREA CODE 913

STEPHEN D. CARLE

RETIRED

HAYMOND H. HODGES

September 19, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301-6327

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-09/24/96--01031--012
*****70.00 *****70.00

In Re: Incorporation of AVSTAR, INC.

Gentlemen:

Enclosed is the original of the Articles of Incorporation. Our check for \$70.00 for filing is enclosed.

Very truly yours,


STEPHEN D. CARLE

SDC:in

Enclosures

TH
9-24-96

ARTICLES OF INCORPORATION

OF

AVSTAR, INC.

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SECRET
TALLAHASSEE, FLORIDA

The undersigned, being qualified to act as an incorporator under the Florida General Corporation Act, adopts the following Articles of Incorporation for the purpose of organizing a Corporation under the Act:

1. The name of the Corporation is:

AVSTAR, INC.

2. The duration of the Corporation is perpetual.

3. The street address of the registered office and of the principal office of the Corporation in the State of Florida shall be 5407 Epping Lane, Zephyrhills, Florida 33541, and the name of the Registered Agent at such address is HERBERT L. MCKELVEY.

4. The Corporation is to be for profit.

5. The purposes for which the Corporation is organized are:

To provide consulting services in the telecommunications area and to provide audio/video services and equipment rental;

To do any or all of the things herein set forth, and all things usual, necessary or proper in furtherance of or incidental to said business, to the same extent as natural persons might or could do in any part of the world, at wholesale or retail, as principal, agent, contractor, trustee or otherwise, and either alone or in company with others;

To carry on any other business, whether selling, manufacturing or otherwise, and to do all things not forbidden by the laws

of the State of Florida, provided, however, that the Corporation is not being formed for any purpose which requires compliance with statutory provisions not a part of the Act which govern the formation of corporations and is not being organized for a purpose or purposes which require authorization under the laws or statutory regulations of the State of Florida by any office or commission other than the Office of the Secretary of State;

To be vested with all the rights and powers now or hereafter conferred upon such corporations by the laws of the State of Florida.

But if this Corporation shall undertake to do any of the things hereinbefore set forth in any state other than Florida, in the District of Columbia, in any territory, colony, or dependency of the United States, or in any foreign country or in any colony or dependency thereof, then as to such jurisdictions, and each of them, this Corporation shall be deemed to have such powers only insofar as such jurisdictions respectively permit corporations within their several respective jurisdictions to execute such powers.

6. The maximum number of shares that the Corporation is authorized to issue is ONE THOUSAND(1,000) shares, all without par value. Such shares shall be of one class and shall be designated common shares.

7. The initial Board of Directors shall contain two Directors whose names and addresses follow:

HERBERT L. McKELVEY
5407 Epping Lane
Zephyrhills, FL 33541

JUDITH G. McKELVEY
5407 Epping Lane
Zephyrhills, FL 33541

8. The name and address of the incorporator are:

HERBERT L. McKELVEY
5407 Epping Lane
Zephyrhills, FL 33541

This Corporation shall enjoy and be subject to such benefits, privileges and immunities and such restrictions, liabilities and obligations as are provided with respect to corporations for profit generally by the laws of the land and which are held applicable to corporations for profit organized under the Florida General Corporation Act.

EXECUTED This 20th day of September, 1996.

Herbert L. McKelvey
HERBERT L. MCKELVEY
INCORPORATOR

STATE OF FLORIDA)
COUNTY OF PASCO)

The foregoing instrument was acknowledged before me this 20th day of September, 1996, by HERBERT L. MCKELVEY,
[] who is personally known to me, OR
[X] who has produced a FL Drivers License as identification.



CAROLYNN C HINSZ
My Commission CC286398
Expires Jun. 18, 1997
Bonded by ANB
800-852-5878

Carolynn C. Hinsz
Signature of Notary Public

Carolynn C. Hinsz
Typed/Printed Name of Notary Public
NOTARY PUBLIC

Serial Number (if any) _____

My commission expires: _____

Acceptance of Designation as Registered Agent

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TALLAHASSEE
FLORIDA

The undersigned hereby accepts designation as Registered Agent of AVSTAR, INC., and acknowledges that the undersigned is familiar with and accepts the obligations thereby imposed on him under Florida law, this 20th day of September, 1996.

Herbert L. McKelvey
HERBERT L. MCKELVEY