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WALZER & ASSOCIATES, INC.  
A Professional Accounting Firm  
8507 Forest City Road  
Orlando, Florida 32810  
(407) 299-1040 FAX (407) 298-3849

NOVEMBER 19, 1996

SECRETARY OF STATE  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-11/21/96--01047--017  
\*\*\*\*122.50 \*\*\*\*122.50

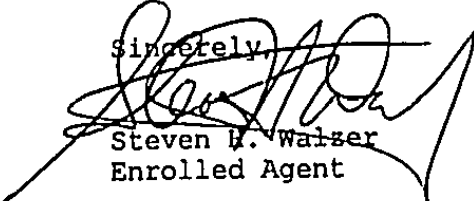
RE: IOCON, INC.

Dear Sir:

Enclosed please find the Articles of Incorporation and Certificate designating place of business and registered agent with regard to the above-referenced company. This is a new, for-profit corporation doing business in the State of Florida. It is my understanding that the filing fee is \$35.00, the registered agent fee is \$35.00, and the fee for obtaining a certified copy of the Articles of Incorporation is \$52.50. Therefore, I am enclosing a check in the amount of \$122.50 to cover these costs.

Thank you in advance for your assistance in this matter, and should you have any questions or if I can provide you with any additional information, please do not hesitate to contact me.

Sincerely,

  
Steven W. Walzer  
Enrolled Agent

SHW/ks  
Enclosures

EFFECTIVE DATE  
11-19-96

FILED  
96 NOV 21 AM 8:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOV 27 1996

BSB

ARTICLES OF INCORPORATION

OF

IOCON, INC.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

11-19-96

ARTICLE I - NAME

The name of this Corporation is IOCON, INC. and the address of the Corporation is 5015 ASHMEADE ROAD, ORLANDO, FLORIDA 32810.

ARTICLE II - DURATION

This Corporation shall commence its existence on the 19th day of NOVEMBER, 1996 with the filing of these Articles with the Secretary of State.

ARTICLE III - PURPOSE

This Corporation may engage in or transact any or all lawful activities or businesses permitted under the laws of the United States, the state of Florida, or any other state, country, territory, or nation.

#### ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$ 1.00) par value common stock which shall be designated "Common Shares".

#### ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5015 ASHMEADE ROAD, ORLANDO, FLORIDA 32810, and the name of the initial registered agent of this Corporation at that address is ROBERT HITCHCOCK.

#### ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the by-laws but shall never be less than one (1). The name and address of the initial director of this Corporation is:

ROBERT HITCHCOCK  
5015 ASHMEADE ROAD  
ORLANDO, FLORIDA 32810

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

ROBERT HITCHCOCK  
5015 ASHMEADE ROAD  
ORLANDO, FLORIDA 32810

ARTICLE VII - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber have executed these Articles of Incorporation on this 19 day of Nov., 1996.

  
ROBERT HITCHCOCK

ACKNOWLEDGMENT

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this 19 day of Nov, 1996, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, ROBERT HITCHCOCK, to me well known and known to be the person who executed the foregoing Articles of Incorporation, IOCON, INC., and he

acknowledged that he signed and executed the same for the purpose therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Orlando, in said County and State, this 19<sup>TH</sup> day of NOVEMBER, 1996.



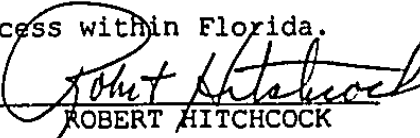
STEVEN H. WALZER  
My Commission CC666000  
Expires Jul. 12, 2000

NOTARY PUBLIC-STATE OF FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE with Section 48.091 of the Florida Statutes, the following is submitted:

First that IOCON, INC. desiring to organize or qualify under the Laws of the State of Florida, its principal place of business in the City of ORLANDO, Florida has named ROBERT HITCHCOCK, 5015 ASHMEADE ROAD, ORLANDO, FLORIDA 32810 as its agent to accept service process within Florida.

  
ROBERT HITCHCOCK

Date: Nov 19, 1996

FILED

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ACCEPTANCE

Having been named to accept service of process for the above named Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

  
ROBERT HITCHCOCK

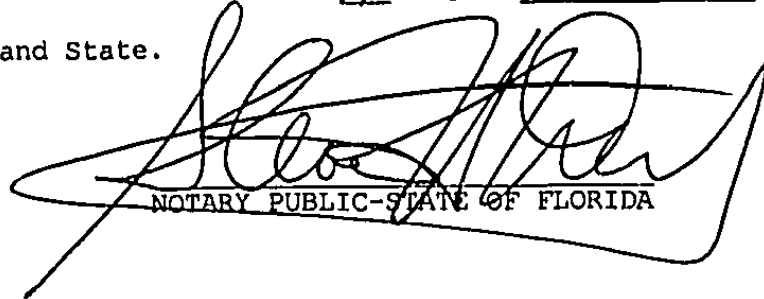
Date: 11/19/96

STATE OF FLORIDA  
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 19<sup>TH</sup> day of NOVEMBER,  
1996, in said County and State.



STEVEN H WALZER  
My Commission CC555960  
Expires Jul. 12, 2000

  
NOTARY PUBLIC-STATE OF FLORIDA