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MARK D. DAVIS

Attorney at Law

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December 19, 1996

The Department of State Division of Corporation P.O. Box 6327 Tallahassee, Fl. 32301

300002035063--0 -12/21/96--01059--005 ****131.50 ****131.50

Re: SKYVIEW TV & ELECTRONICS, INC.

Enclosed is an original and one copy of the Articles of Incorporation and a Designation of Acceptance of Registered Agent for a Florida corporation.

Please provide a certificate of status and certified copy of these articles.

I have also enclosed \$131.50 for filing of same.

Regands,

Mark D. Davis

Attorney

694 Baldwin Ave., Suite 3 DeFuniak Springs, Fl. 32433

(904) 892-5838

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SECRETARY OF STATE
TALLAHASSEE. FLORIDA

ARTICLES OF INCORPORATION OF SKYVIEW TV & ELECTRONICS, INC.

The undersigned, acting as incorporators of a corporation pursuant to the Chapter 607, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE NAME

The name of the corporation is SKYVIEW TV & ELECTRONICS, INC.

ARTICLE TWO CORPORATE DURATION

The duration of the corporation is permutal unless dissolves according to law. Corporate existence shall commence at the time these Articles of Incorporation are filed by the Department of State.

ARTICLE THREE PURPOSES OR PURPOSES

The purpose or purposes for which this corporation is organized is:

(1) To engage in any necessary and lawful business activity allowed by law.

ARTICLE FOUR TAX ORGANIZATION

The Shareholders hereby elect to form a Subchapter S corporation as defined by the United States Code.

ARTICLE FIVE CAPITALIZATION

The number of share of stock that this place corporation is to have outstanding at any one time is one hundred (100) and shall have no par value.

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than 35 persons. Stock will be issued and transferred only to (i) natural persons, (ii) estates, or (iii) a trust defined in Section

1361 (c)(2) (or its successor section) of the Internal Revenue Code. In addition, no stock shall be issued or transferred to a nonresident alien.

ARTICLE SIX REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 694 Baldwin Avenue, DeFuniak Springs, Fl. 32433; and the name of its initial registered agent at such address, is MARK D. DAVIS.

ARTICLE SEVEN DIRECTO'S

The number of directors constituting the inicial board of directors of the corporation is one. The names and addresses of each person who is to serve as a member of the initial board of directors are:

TODD PITTMAN 1200 Ten Lake Drive DeFuniak Springs, Fl. 32433

RHONDA PITTMAN 1200 Ten Lake Drive DeFuniak Springs, Fl. 32433

ARTICLE EIGHT INCORPORATOR

The name and address of each incorporator is:

TODD PITTMAN 1200 Ten Lake Drive DeFuniak Springs, Fl. 32433

ARTICLES NINE OFFICERS

The name and address of each officer is:

TODD PITTMAN 1200 Ten Lake Drive DeFuniak Springs, Fl. 32433

President

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96 DEC 20 PH 1: 43

To: The Department of State Tallahassee, Florida 32304

SECRETARY OF STATE TALLAHASSEE, 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 607.325 of the Florida General Corporation Act, the following is submitted:

SKYVIEW TV & ELECTRONICS, INC., with its place of business at 571 Highway 331 South, DeFuniak Springs, Fl. 32433 has named Mark D. Davis, located at 694 Baldwin Avenue, Suite 3, DeFuniak Springs, Florida, 32433 as its agent to accept service of process within Florida.

Date 1 December 19, 1996.

TODD PITTMAN INCORPORATOR

Having been named to accept service of process for the abovestated 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, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated December 19

1996.

MARK D. DAVIS

RHONDA PITTMAN 1200 Ten Lake Drive DeFuniak Springs, Fl. 32433

Vice President

ARTICLE TEN SHARES

The number of shares of stock as described in articles four above shall be distributed as follows:

Todd Pittman 1200 Ten Lake Drive DeFuniak Springs, Fl. 32433

50%

Rhonda PIttman 1200 Ten Lake Drive DeFuniak Springs, Fl. 32433

50%

ARTICLE ELEVEN PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 571 Highway 331 South, DeFuniak Springs, Fl. 32433.

TODD PITTMAN

STATE OF FLORIDA COUNTY OF WALTON

The foregoing was acknowledged before me this /9 day of identification a valid Florida Driver's License and who did not take an oath.

Notary Public (

My Commission Expires:

