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EMPIRE CORPORATE KIT

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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: MULTIMEDIA VIDEO SYSTEMS, INC.

AUDIT NUMBER.....H97000001348

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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1-23-97

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TALLAHASSEE, FLORIDA

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97 JAN 23 PM 5:29  
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Jan 23  
11/24/97

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EMPIRE CORPORATE KIT

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97 JAN 23 PM 5:29p.13/26

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H97000001348

**ARTICLE OF INCORPORATION  
MULTIMEDIA VIDEO SYSTEMS, INC.**

**ARTICLE I - NAME**

The name of the corporation is MULTIMEDIA VIDEO SYSTEMS, INC.

**ARTICLE II - DURATION**

The date when the corporation's existence shall begin shall be the date of subscription and acknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by the Secretary of State, and all filing fees and taxes paid, otherwise, it shall be the date when the Articles of Incorporation are filed in the Office of the Secretary of State and approved. The Corporation shall have perpetual existence.

EFFECTIVE DATE

1-22-97

**ARTICLE III - PURPOSE**

This Corporation is organized for the purpose of engaging in the activity or business of the sale and repair of computers, software sales and in addition to any and all related activities or business which may be associated thereto or required thereby.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue ONE HUNDRED (100) shares of \$1.00 Par Value Common Stock.

**ARTICLE V - PREEMPTIVE RIGHTS**

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale for cash of any new 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 of stock of this Corporation, (as nearly as may be done without issuance of fractional shares) at the price which it is offered to others.

Thomas J. Meers, Esq.  
FBN: 361658  
1212 SW 75 Avenue  
North Lauderdale, FL 33068  
(954) 735-1157

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**ARTICLE VI**  
**INITIAL REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE**

The name of the initial registered agent and the street address of the initial registered office and the principal office of this Corporation is:

Melissa Dobrowolski  
195 SE 10th Street  
Deerfield Beach, FL 33441

**ARTICLE VII**  
**FIRST BOARD OF DIRECTORS**

This Corporation's first Board of Directors shall consist of ONE, (1), Directors. 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 Board of Directors of this Corporation are:

**ARTICLE VIII - INCORPORATOR**

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

Melissa Dobrowolski  
195 SE 10th Street  
Deerfield Beach, FL 33441

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 29th day of October, 1996.

  
Melissa Dobrowolski  
Incorporator

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STATE OF FLORIDA:

SS

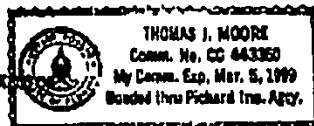
COUNTY OF BROWARD:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared Melissa Dobrowolski, known to personally to me to be to be the person and which was confirmed through the examination of her Florida Drivers License, who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed these Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 22nd day of January, 1997

*Thomas J. Moore*  
Notary Public  
State of Florida

My commission expires



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**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Multimedia Video Systems, Inc., at the place designated in the Articles of Incorporation, Melissa Dobrowolski, agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: January 22, 1997

*Melissa Dobrowolski*  
Melissa Dobrowolski

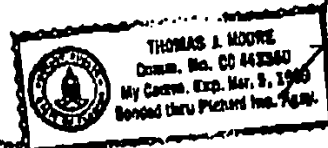
STATE OF FLORIDA:

SS

COUNTY OF BROWARD:

BEFORE ME, a Notary Public, authorized to take acknowledgments in the State of Florida and County set forth above, personally appeared Melissa Dobrowolski, known to personally to me to be the person and which was confirmed through the examination of her Florida Drivers License, who executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed these Articles of Incorporation

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 22nd day of January, 1996.



*Thomas A. Moore*  
Notary Public  
State of Florida

My commission expires

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