

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8700 • 1-800-342-8062 • Fax (904) 222-1222

19700048179

*International
Teletype*

300002197063--4

-06/02/97--01005--006

****122.50 ****122.50

RECEIVED

97 JUN -2 AM 8:56

DIVISION OF CORPORATION

Signature *[Signature]*

Requested by *DN*

Name

Date *6-2-97*

Time *8:30*

Walk-In

Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Name Reservation

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 JUN -2 AM 10:17

FILED

ARTICLES OF INCORPORATION
OF
International TeleVideo Corp.

97 JUN -2 AM 10:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **International TeleVideo Corp.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 80 SW 8th Street, Suite 100, Miami, FL 33130.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one million (1,000,000) shares having a no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is William R. Burdette, 80 SW 8th Street, Suite 100, Miami, FL 33130.

ARTICLE V: INCORPORATOR

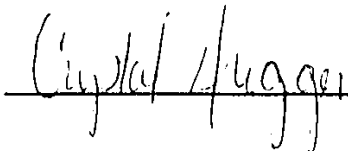
The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is William R. Burdette, 80 SW 8th Street, Suite 100, Miami, FL 33130.

The undersigned has executed these Articles of Incorporation this 30th day of May 1997.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"

_____

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: International TeleVideo Corp.

2. The name and street address of the registered agent and office is: William R. Burdette

80 SW 8th Street, Suite 2120

Miami, Florida 33130

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



William R. Burdette

SECRETARY OF STATE
TALLAHASSEE FLORIDA
JUN -2 AM 10:17

FILED