MIAM, FLOR City/State/Z	DRATO INJUSTRES & C. es No 1 16 AVN 1 16 LIDA 33174 (305)552-5973 Zip Phone # ENTATIVE TALLAHASSEE NAME(S) & DOCUMENT NUI	Office Us	se Only	
	COMMUNICATE Direction Name)	ON DISTRI	Buto	PS, CORA
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CERTIFICATE OF INCORPORATION OF

97 JUL 31 A

J&N COMMUNICATION DISTRIBUTORS, CORP、 登

We, the undersigned, hereby associate ourselves together for the parfluse of beminf a corporation under the laws of the State of Florida. Providing for the formation, rights, privileges, immunities and liabilities of incorporation for profit.

ARTICLE I

The name of the corporation should be:

J & N COMMUNICATION DISTRIBUTORS, CORP.

ARTICLE II

The corporation will engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock, which shares shall be of non par value. All stock is to be issued as fully paid and exempt from assessment.

ARTICLE IV

The pledge, sale transfer or other disposition of the capital stock may be governed and resticted by the by-laws or written agreement among the stockholders which shall be on file in the office of the corporation.

ARTICLE V

The amount of capital with wich this coporation may begin doing business shall be not less than five hundred dollars (\$500.00)

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address of the principal office of the corporation in the State of Florida is: 12285 S.W. 151 ST. APTO 301 MIAMI FLORIDA 33186 The board of directors may from time to time move the principal office to any other address in the State of Florida. The registered address of the corporation is: 12285 S.W. 151 ST. APTO 301 MIAMI FLORIDA 33186. The registred agent at the address is:

CARLOS POZO

ARTICLE VIII

The business of the corporation shall be managed by a board of directors consisting of no less than one and no more than five directors. A quorum for the holding of a meeting of the board of directors and for the transaction of any business which will be properly done by the directors on behalf of the corporation shall consist of the majority of the members thereof; but the directors, by unanimous consent in writing, included among the minutes of the corpotation, may consent to the doing of any act and such consent in writing shall have the same force and effect as though the said act had been done and authorized at a meeting at which a quorum had been present, or such duties may be delegated to an executive committee.

ARTICLE IX

The names and post office of the members of the fisrst board of directors and the slate of corporate officers are as follows:

CARLOS POZO PRESIDENT 12285 S.W. 151 ST. APTO. 301 MIAMI FLORIDA 33186

ALVARO MUÑOZ VICE-PRESIDENT 12285 S.W. 151 ST. APTO. 301 MIAMI FLORIDA 33186

ARTICLE X

The stock of the Corporation may be issued pursuant to the provisions of section 1244 of the Internal Revenue Service the benefits provided thereunder. In witness where of, we the incorporators hereunto set our hands and seals, this 28th day of July of 1997.

12285 S.W. 151 ST APTO. 301

MIAMI, FLORIDA 33186

ALMARO MUÑOZ 17285 S.W. 15 J ST. APTO. 301 MAMI FLORIDA 33186

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

Pursuant to the provisions of the section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida. The name of the corporation is J & N COMUNICATION DISTRIBUTORS, CORP. qualify under the laws of the State of Florida, with its principal place of business at city of Miami, State of Florida has named:

CARLOS POZO located at 12285 S.W. 151 ST. APTO. 301 MIAMI FLORIDA 33186 agent to accept process in State of Florida, Dade of County. 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.

CARLOS POZO

97 JUL 31 AM II: 50
SECRETARY OF STATE
TALLAHASSEE FI STATE