

P9700095098

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: DISH CENTRAL INC.  
(proposed corporate name)

900002346369--9  
-11/13/97--01063--007  
\*\*\*122.50 \*\*\*122.50

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

FROM:

Roberto C. Lopez-Pereira  
Name

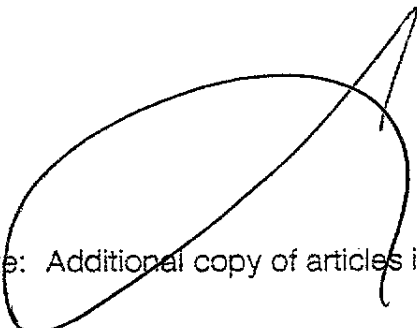
9805 N.W. 52 Street, Apt. # 419  
Address

Miami, FL 33178  
City, State, & Zip

( 305 ) 599-8875  
Telephone Number

FILED  
97 NOV -3 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

900002346369--9  
-11/13/97--01063--007  
\*\*\*122.50 \*\*\*122.50

 11/6.  
Note: Additional copy of articles is needed only when certified copy is requested.

OCTOBER 31, 1997

DEAR MRS POOLE:

YESTERDAY, I SENT YOU THE ARTICLES OF INCORPORATION FOR DISH CENTRAL INC., BUT WITH THE RUSH I FORGOT TO INCLUDE MY CHECK FOR THE PAYMENT OF THE FEE.

PLEASE BE AWARE OF THIS SITUATION AND HELP ME OUT TO GET THE DOCUMENTS ON TIME.

SORRY FOR ANY INCONVENIENCE.

SINCERELY YOURS

Robert G. H.

THANKS

## ARTICLES OF INCORPORATION

I, the undersigned subscriber of these Articles of Incorporation, a natural person, competent to contract, and desiring to form a corporation under the laws of the State of Florida, hereby certify as follows:

### ARTICLE I

The name of the proposed corporation is : DISH CENTRAL INC.

### ARTICLE II

This corporation shall have perpetual existence beginning on:

Date of Incorporation:

### ARTICLE III

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

### ARTICLE IV

The maximum number of shares of stock which the corporation is authorized to have outstanding at any time shall be 1,000 shares of common stock, with a par value of \$ 1.00 per share.

### ARTICLE V

(The principal address and registered office are the same)  
The street address of the initial registered office of this corporation shall be:

7171 Coral Way, Ste. 403  
Miami, Fl 33155

I or at such other place as may later be designed by the Board of Directors, with branch offices in such other cities, towns, states, or countries as may from time to time be authorized by its Board of Directors.

### ARTICLE VI

The name of the initial registered agent of this corporation shall be: Mr. Franki A. Cordova

FILED  
97 NOV -3 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

whose address shall be the address of the registered office of this corporation.

#### **ARTICLE VII**

The business of this corporation shall be conducted by a Board of Directors which shall consist of not less than one and not more than five as shall from time to time be designated in the By-Laws of this corporation, and a majority thereof shall constitute a quorum for the transaction of all business.

#### **ARTICLE VIII**

The names and street addresses of the first Board of Directors who subject to the provisions of these articles of incorporation, the By-Laws of this corporation, and the laws of the State of Florida, shall hold office for the first year of corporate existence or until their successors are elected and are duly qualified, are:

<b>NAMES</b>	<b>DIRECTORS</b>	<b>ADDRESSES</b>
Mr. Franki A. Cordova	President/	6102 SW. 56 Street
	Secretary	Miami, FL 33155

#### **ARTICLE IX**

The names and street addresses of each incorporator of this corporation are:

Mr. Franki A. Cordova	President/	6102 SW 56 Street
	Secretary	Miami, FL 33155

#### **ARTICLE X**

The By-Laws of this Corporation may be created, amended, or changed by either the stockholders or directors at any regular or duly scheduled special meeting.

#### **ARTICLE XI**

This corporation shall have, in addition to a President, Vice-President, Secretary & Treasurer, such other additional officers as may be created from time to time, by and under the authorization of its By-Laws. A failure to elect a President, a Secretary or a Treasurer shall not affect the existence of the corporation.

## **ARTICLE XII**

All officers, agents and factors shall be chosen in such manner, hold their offices, for such terms and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors. Any two or more offices may be held by the same person.

## **ARTICLE XIII**

Every person who now is or hereafter shall become a Director of this corporation, shall be indemnified by the corporation against all cost and expenses (including attorney's fees) here after reasonably incurred by or imposed on him in connection with, or resulting from any action, suit, or proceedings, or whatever nature, to which he is or shall be made a part by reason of his being or having been Director of the Corporation at the time he is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him).

However, an exception is made to the above in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of the duties imposed on him as such Director. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled as a matter of law.

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

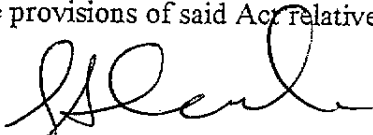
In pursuance of Chapter 48.091 Florida Statutes, the following is submitted in compliance with said Act:

That DISH CENTRAL INC.  
desiring to organize under the laws of the State of Florida, and with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named F. A. Cordova, located at 7171 Coral Way, Ste. 403  
, City of Miami, County of Dade, State of Florida, as its Agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By

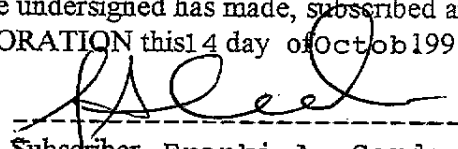


Registered Agent

Franki A. Cordova

IN WITNESS WHEREOF, the undersigned has made, subscribed and acknowledged these ARTICLES OF INCORPORATION this 14 day of October 1997

STATE OF FLORIDA )  
COUNTY OF DADE ) SS

  
Subscriber - Franki A. Cordova

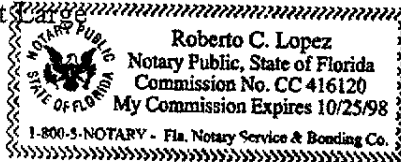
I HEREBY CERTIFY that on the 14 day of October, 1997 personally appeared before me, an authorized officer duly commissioned to administer oaths and take acknowledgments:

Franki A. Cordova

to me well known and known to be the person who executed the foregoing Articles of Incorporation, and acknowledged that he signed and executed the same for the uses and purposes herein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, County of Dade, State of Florida, at the day and year above written.

Notary Public, State of  
Florida at Large



My Commission Expires:

This document was prepared by: Mr. Roberto C. Lopez  
9805 N.W. 52 Street, Ste#419  
Miami, FL 33166

FILED  
97 NOV -3 AM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

