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FAX #: (305)541-3770

NAME: SOUTHERN SATELLITE & AUDIO, INC.

AUDIT NUMBER...... H97000019332

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

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ARTICLES OF INCORPORATION

OF

SOUTHERN SATELLITE & AUDIO, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE L NAME

The name of the corporation shall be:

SOUTHERN SATELLITE & AUDIO, INC.

The address of the principal office of this corporation shall be 5195 NE 12th Avenue Ft Lauderdale, Florida 33334, and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$ 1.00 per share, par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 10 Fairway Drive Suite 219, Deerfield Beach, Fl 33441, and the name of the initial registered agent of the corporation at that address is Scott E. Tillem.

Prepared By: Scott E. Tillem 10 Fairway Drive Suite 219 Deerfield Beach, Fl 33441 (954)725-0720

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ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until his successor is elected or appointed is(are):

Robert Seppey 5195 NE 12th Ave Ft Lauderdale, Fl 33334

President Secretary

Robert B. Fogle 5195 NE 12th Ave Ft Lauderdale, Fl 33334 Vice-Pres Treasurer

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Scott E. Tillem 10 Fairway Drive Suite 219 Deerfield Beach, Fl 33441

IN WITNESS WHEREOF, the undersigned has bereto set his hand on this

19th day of November, 1997.

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ARTICLE VIII. REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

SCOTT E. TILLEM REGISTERED AGENT)

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 607.34 Florida Statues, the following is submitted, in compliance with said Act:

First-That SOUTHERN SATELLITE & AUDIO, INC.

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Ft Lauderdale, County of Broward, State of Florida has named Scott E. Tillem located at 10 Fairway Drive Suite 219, City of Deerfield Beach, County of Broward, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

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 provision of said Act relative to keeping open said office.

Signa

Registered Agent

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