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EDITH E. KILSBY †
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KAREN VERNA *
CAROL WHITFORD †

* MEMBER OF THE FEDERAL BAR
** MEMBER OF THE NEW YORK BAR

† LEGAL ASSISTANT
* CERTIFIED LEGAL ASSISTANT

February 6, 1998

P 98000013516

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

600002424906--6
-02/09/98--01041--021
*****78.75 *****78.75

RE: Fromson Corporation

EFFECTIVE DATE
2-6-98

To Whom It May Concern:

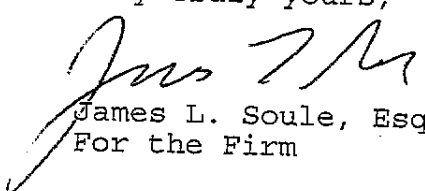
Enclosed please find the following:

1. Original Articles of Incorporation;
2. Certificate of Designation of Registered Agent; and
3. Copy of Articles of Incorporation;
4. Transmittal Letter; and
5. Check for \$78.75 for the filing fee.

Please see the Articles for the effective date.

If you have any questions, please do not hesitate to contact the undersigned should you have any questions.

Very truly yours,


James L. Soule, Esquire
For the Firm

enclosure

FILED
98 FEB -9 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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F. CHESSEB FEB 11 1998

ARTICLES OF INCORPORATION
of
FROMSON CORPORATION

FILED
98 FEB -9 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
2-6-98

Article I

The name of the corporation is: FROMSON CORPORATION

Article II

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date of execution and acknowledgment of these articles.

Article III

The general nature of the business and the objects and purposes to be transacted are as an electronics sales and installation service.

Article IV

This shall be a for profit corporation with the directors elected in a manner to be specified in the bylaws.

Article V

The street address of the initial registered office of this corporation is 7515 W. Oakland Park Blvd., Suite 103, Ft Lauderdale, Florida 33319, and the name of the initial registered agent of this corporation at that address is James L. Soule.

Article VI

The names of the incorporator signing these articles is: Alan Fromowitz, 1265 Sussex Drive, N. Lauderdale, Fl. 33068.

Article VII

The principle place of business and mailing address will be 1265 Sussex Drive, N. Lauderdale, Florida 33068.

ARTICLE VIII

The number of shares that this corporation is authorized to have outstanding at any one time is 100 shares.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 6th day of February, 1998.


ALAN FROMOWITZ

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED 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.

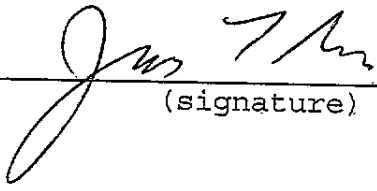
1. The name of the corporation is: Fromson Corporation
2. The name and address of the registered agent and office is:

James L. Soule, Esquire
(name)

7515 W. Oakland Park Blvd., Suite 103
(P.O. Box not acceptable)

Ft. Lauderdale, FL 33319
(City/State/Zip)

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.


(signature)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA