

**B R O D I E & P A W L U C**  
C O U N S E L L O R S A T L A W  
LAWRENCE P. BRODIE SONIA M. PAWLUC

P98000014901

February 10, 1998

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
98 FEB 13 PM 9:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: Articles of Incorporation  
HARMONIC CONVERGENCE CORPORATION

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of the above corporation and a check in the amount of \$122.50 (\$35.00-filing fee, \$35-Registered Agent Designation, and \$52.50-certified copy). Upon filing, please return a certified copy of the Articles.

From: Brodie & Pawluc  
Post Office Box 2690  
Stuart, FL 34995  
Telephone: (561) 221-0110

000002430030--3  
-02/13/98--01038--014  
\*\*\*\*122.50 \*\*\*\*122.50

Thank you in advance for your attention to this matter.

Sincerely yours,

*Sonia M. Pawluc*

Sonia M. Pawluc

rlb  
Enclosures

CB  
2-16-98

ARTICLES OF INCORPORATION  
OF  
HARMONIC CONVERGENCE CORPORATION

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1. The name of this Corporation is HARMONIC CONVERGENCE CORPORATION (the "Corporation").
2. The street address of the initial principal office of the Corporation is 819 South Federal Highway, Suite 106, Stuart, FL 34994; the mailing address of the initial principal office of the Corporation is Post Office Box 2690, Stuart, FL 34995.
3. The Corporation shall have the authority to issue 100,000 shares of Common Stock, par value \$.01 per share.
4. The name and street address of the initial registered agent of the Corporation is Sonia M. Pawluc, 819 South Federal Highway, Suite 106, Stuart, FL 34994.
5. The names and address of the incorporators are Lawrence P. Brodie and Sonia M. Pawluc, both of 819 South Federal Highway, Suite 106, Stuart, FL 34994.

Dated: February 10, 1998



Lawrence P. Brodie, Incorporator



Sonia M. Pawluc, Incorporator

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

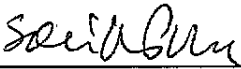
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is HARMONIC CONVERGENCE CORPORATION.
2. The name and address of the registered agent and office is

Sonia M. Pawluc  
819 South Federal Highway, Suite 106  
Stuart, FL 34994

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.

Dated: February 10, 1998

  
\_\_\_\_\_  
Sonia M. Pawluc, Registered Agent

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