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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS
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FROM: DENIS GAUTHIER
073542003667

ACCT#:

CONTACT: DENIS GAUTHIER

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FAX #:

(954) 925-0185

NAME: LUXART COMMUNICATIONS USA. INC.

AUDIT NUMBER.....H98000003572

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

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PAGES..... 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H98000003572
ARTICLES OF INCORPORATION
OF
LUXART COMMUNICATIONS USA, INC.

The undersigned incorporator hereby executes these Articles of Incorporation in order to form a Corporation under the laws of the State of Florida.

ARTICLE 1. NAME

The name of the Corporation is: LUXART COMMUNICATIONS USA, INC.

ARTICLE 11. NATURE OF BUSINESS

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

ARTICLE 111. CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$ 1.00 per share.

ARTICLE IV. TERMS OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V. ADDRESS

The initial principal office of this Corporation in the State of Florida is.:
3325 GRIFFIN ROAD SUITE 222
FT. LAUDERDALE , FL 33312

ARTICLE VI. REGISTERED AGENT

The initial Registered Agent is.: GILLES AUBE
3325 GRIFFIN ROAD SUITE 222
FT. LAUDERDALE, FL 33312

Which is also known as the registered office.

GILLES AUBE
499 E. Sheridan st.# 202
Dania Fl.33004 TEL.954-925-0435

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ARTICLE V11. DIRECTORS

The Corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, by By-laws adopted by the stockholder, but shall never be less than one. The name and address of the initial director is.:

GILLES AUBE
3325 GRIFFIN ROAD SUITE 222
FT. LAUDERDALE, FL 33312

ARTICLE V111. EFFECTIVE DATE

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

ARTICLE IX. PREEMPTIVE RIGHTS

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X. INCORPORATORS

The name and address of the person signing these Articles is.:

GILLES AUBE
3325 GRIFFIN ROAD SUITE 222
FT. LAUDERDALE, FL 33312

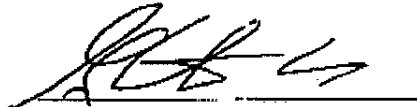
ARTICLE XI. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal. acknowledged and filed
the foregoing Articles of Incorporation under the laws of the State of Florida this
23RD day of FEBRUARY 1998


Incorporator

STATE OF FLORIDA)

:SS

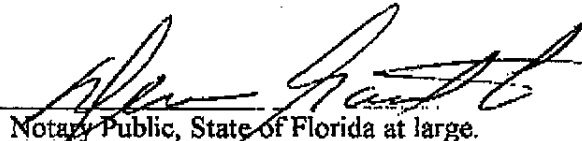
GILLES AUBE

COUNTY OF BROWARD)

I hereby certify that on this day, before me, a Notary Public duly authorized in
the State and County named above, to take acknowledgments, personally appeared:
GILLES AUBE known to me to be the person described as Incorporator of and who
executed the foregoing Articles of Incorporation, and acknowledged before me that he
subscribed to those Articles of Incorporation.

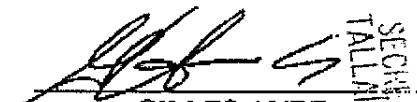
WITNESS my hand and official seal in the State and County named above
this 23RD day of FEBRUARY 1998

My Commission Expires:


Notary Public, State of Florida at large.



I GILLES AUBE by execution hereof, accept the designation as Registered Agent of this
Corporation


GILLES AUBE

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TALLAHASSEE, FLORIDA