

SENT BY: RUDEN MCCLOSKY

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: RUDEN, MCCLOSKY, SMITH, SCHUSTER & RUSSELL,
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NAME: ALPHACOM TECHNOLOGIES, INC.

AUDIT NUMBER.....H98000004993

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

CERT. OF STATUS..0

PAGES..... 2

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**ARTICLES OF INCORPORATION
OF
ALPHACOM TECHNOLOGIES, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

AlphaCom Technologies, Inc.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and the mailing address of this Corporation is 5980 63rd Terrace, North, Pinellas Park, Florida 33781.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
FTL:302859:1 (954) 764-6660

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ARTICLE IV**ADDRESS OF REGISTERED OFFICE IN THIS STATE**

The street address of the initial registered office of this Corporation in the State of Florida is 5980 63rd Terrace, North, Pinellas Park, Florida 33781 and the initial registered agent of this Corporation at that address shall be Terrell Davis.

ARTICLE V**INCORPORATOR**

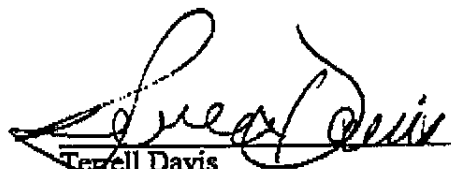
The name and street address of the persons signing these Articles of Incorporation is:

Terrell Davis
5980 63rd Terrace, North
Pinellas Park, Florida 33781

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals this 9th day of March, 1998.


Terrell Davis
Incorporator

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.


Terrell Davis
Registered Agent

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
FTL:302859:1 (954) 764-6660

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