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TEXESX98 FLORIDA DIVISION OF CORPORATIONS
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((H98000008448 6)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: DIGITAL PRODUCTS USA, INC. AUDIT NUMBER.....H98000008448 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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TALLAHASSEE FLORIDA

Bm 5/5/98

**ARTICLES OF INCORPORATION
OF DIGITAL PRODUCTS USA, INC.**

ARTICLE I

The name of the corporation shall be: DIGITAL PRODUCTS USA, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 126 South Federal Hwy., Suite 202, Dania, Fla. 33004.

ARTICLE III CAPITAL STOCK

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

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is: Scott Jay Senft, 126 South Federal Hwy., Suite 208, Dania, Fla. 33004.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Denes Gangemi, 126 South Federal Hwy., Suite 202, Dania, Fla. 33004.

ARTICLE VI DIRECTOR

The name and street address of the director to these Articles of Incorporation is: Denes Gangemi, 126 South Federal Hwy., Suite 202, Dania, Fla. 33004.


Denes Gangemi, Incorporator

The undersigned has executed these Articles of Incorporation this fourth day of May, 1998.

Prepared by
The Law Office of Scott Jay Senft, Esq.
126 South Federal Hwy., Suite 208
Dania, Fl. 33004 Fla. Bar No.: 893536
(954) 927-3326

FILED
98 MAY -5 AM 8:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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: Digital Products USA, Inc.

2. The name and address of the registered agent and office is: Scott Jay Senft, 126 South Federal Hwy., Suite 208, Dania, Fla. 33004.

Signature: 

Title:

Date: 5/5/98

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: 

Date: 5/5/98

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