

P98000014487320

AUG 05 1998 10:22 AM F. HOLLAND & KNIGHT 305 789 7799 FAX #93#30640 P.01/04  
8/05/98 FLORIDA DIVISION OF CORPORATIONS 10:22 AM  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H98000014487 6))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001  
FROM: HOLLAND & KNIGHT OF MIAMI ACCT#: 072203000603  
CONTACT: STEVEN H HAGEN  
PHONE: (305)374-8500 FAX #: (305)789-7799

NAME: TV VISION, INC.  
AUDIT NUMBER.....H98000014487  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0 PAGES..... 3  
CERT. COPIES.....1 DEL.METHOD.. FAX  
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

FILED  
98 AUG -5 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

mc 8/5/98

FAX AUDIT NO.: H98000014487 6

**ARTICLES OF INCORPORATION  
OF  
TV VISION, INC.**

The undersigned, acting as incorporator of TV VISION, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation is TV VISION, INC.

**ARTICLE II. ADDRESS**

The mailing address of the corporation is 915 Middle River Drive, Suite 409, Fort Lauderdale, Florida 33304.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence upon the filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**THIS INSTRUMENT WAS PREPARED BY:**  
Kenneth D. Kossow, Esq.  
Fla. Bar No.: 0012203  
Holland & Knight  
701 Brickell Ave., Suite 3000  
Miami, Florida 33131  
tel: (305) 374-8500  
fax: (305) 789-7799

FILED  
98 AUG -5 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FAX AUDIT NO.: H98000014487 6

FAX AUDIT NO.: H98000014487 6

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 10,000 shares of common stock having a par value of \$.01 per share.

**ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 and the name of the corporation's initial registered agent at that address is Intrastate Registered Agent Corporation.

**ARTICLE VII. INCORPORATOR**

The name and street address of the incorporator are Kenneth D. Kossow, Holland & Knight LLP, 701 Brickell Avenue, Suite 3000, Miami, Florida 33131.

**ARTICLE VIII. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE IX. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 5th day of August, 1998.

  
Kenneth D. Kossow, Incorporator

FAX AUDIT NO.: H98000014487 6

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That TV VISION, INC. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 has named Intrastate Registered Agent Corporation as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity, to comply with the provisions of the Florida Business Corporation Act, and is familiar with, and accepts, the obligations of that position.

Dated this 5th day of August, 1998.

INTRASTATE REGISTERED AGENT  
CORPORATION

By: 

Name: Steven H. Hagen

Title: Vice President

MTA4-645268

FILED  
AUG -5 PM 1:12  
98  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA