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ALLEN & BILLINGTON, P.A.

Attorneys and Counselors at Law

2000 Hwy. A1A, Second Floor • Indian Harbour Beach, FL 32937 • Telephone: (407) 779-1211

January 19, 1999

Secretary of State  
Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

6000002753586-17  
-01/25/99--01104--008  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

RE: Asia Communication Consultants, Inc.

Dear Division of Corporations,

Please find enclosed an original plus one copy of Articles of Incorporation for the above-named corporation. Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned. A check in the amount of \$122.50 is enclosed to cover the filing fee and certified copy.

Thank you for your assistance.

Sincerely,

Allen & Billington, P.A.

By: Dianne E. Billington  
Dianne E. Billington  
Attorney at Law

FILED  
99 JAN 25 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DEB:sdt

Enclosures

P. Hall

JAN 28 1999

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**ARTICLES OF INCORPORATION  
OF  
ASIA COMMUNICATION CONSULTANTS, INC.**

FILED

99 JAN 25 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

**Article I  
Name of Corporation**

The name of this corporation is:

ASIA COMMUNICATION CONSULTANTS, INC.

**Article II  
Duration**

The period of the corporation's duration is perpetual.

**Article III  
General Purpose**

This corporation is organized for the purpose of transacting any and all lawful business, including, but not limited to, consulting services, and the planning, installation, distribution, supply and maintenance of all telecommunications equipment, including fiberoptics, cable, switches, optical carrier equipment, facsimile and voice mail.

**Article IV  
Capital Stock**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having a par value of \$1.00 per share.

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**Article V**  
**Initial Registered Office and Agent**

The name and address of the initial registered agent and office of this corporation is as follows:

Lily Liu  
625 Sanderling Drive  
Indialantic, FL 32903

**Article VI**  
**Street Address and Mailing Address**

The street address of the initial principal office of this corporation is as follows:

625 Sanderling Drive  
Indialantic, FL 32903

The mailing address of this corporation is as follows:

625 Sanderling Drive  
Indialantic, FL 32903

**Article VII**  
**Directors**

The business of this corporation shall be managed by the Board of Directors. There shall be two (2) directors initially. The directors need not be residents of any particular state, or shareholders of the corporation. The number of Directors may be increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provide by law, but shall never be less than one (1).

The names and street addresses of each member of the first Board of Directors are:

Lily Liu  
625 Sanderling Drive  
Indialantic, FL 32903

James A. Andre  
625 Sanderling Drive  
Indialantic, FL 32903

### **Article VIII**

#### **Transactions with Directors**

Any contract or other transaction between the Corporation and a director, or between the Corporation and any firm, organization or corporation of which a director is a member, employee, shareholder, director, or officer, or in which the director has an interest, shall be valid for all purposes, if the fact of such interest was disclosed or known to the Board of Directors and if the Board of Directors authorizes or ratified the contract or transaction or if the contract or transaction was disclosed to and ratified by the shareholders, or if the contract or transaction is fair to the corporation. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under applicable law.

### **Article IX**

#### **Incorporators**

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

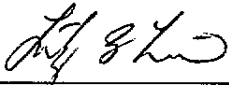
Lily Liu  
625 Sanderling Drive  
Indialantic, FL 32903

### **Article X**

#### **Amendment of Articles**

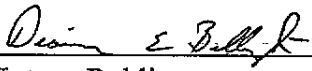
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In witness whereof, the undersigned Incorporator has executed these Articles of Incorporation this 20 day of January, 1999.

  
\_\_\_\_\_  
Lily Liu

State of Florida  
County of Brevard

The foregoing instrument was acknowledged before me this 20 day of January, 1999, by Lily Liu, who produced a Florida Driver's License as identification.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires:



DIANNE E BILLINGTON  
My Commission CC498243  
Expires Sep. 26, 1999

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

FILED  
99 JAN 25 AM 8:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Chapters 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating its registered agent and registered office, in the state of Florida.

ASIA COMMUNICATION CONSULTANTS, INC. desires to organize under the laws of the State of Florida with its initial registered office at 625 Sanderling Drive, City of Indialantic, County of Brevard, State of Florida and hereby names Lily Liu as its registered agent to accept service of process within this state.

*Lily Z Liu*

Signature

*Managing Director*

Title

*Jan 20, 99.*

Date

Having been named as registered agent to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.

*Lily Z Liu*

Signature

*Jan 20, 99.*

Date