

**CORPORATE
ACCESS,
INC.**

P99000037398

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

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Articles

1.) South Beach Electronics And Distributing, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

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TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

I, the undersigned, as proper person acting as
incorporator of a corporation under the laws of the State of
Florida, adopt the following articles of incorporation:

FIRST

The name of the corporation is: SOUTH BEACH ELECTRONICS AND
DISTRIBUTING, INC.

SECOND

The aggregate number of authorized shares is: 100 SHARES,
\$1.2000 PAR VALUE.

THIRD

The address of the initial registered office of the
corporation is 1678 Collins Ave., Miami Beach, FL 33139 and the
name of its initial registered agent at such address is MONICA
ALICIA FENEZI.

FOURTH

Address of the principal place of business is 1678 Collins
Ave., Miami Beach, FL 33139.

FIFTH

The name and address of each incorporator is:

Name

MONICA ALICIA FENEZI

1678 COLLINS AVE.

MIAMI BEACH, FL 33139

Date: April 9, 1999

MONICA ALICIA FENEZI

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CERTIFICATE OF DESIGNATION OF
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:

South Beach Electronics
AND DISTRIBUTING, Inc.

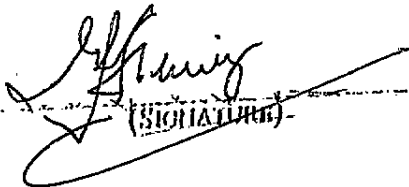
2. The name and address of the registered agent and office is:

Monica Alicia Fenizi
(NAME)

1678 Collins Ave.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Miami Beach, FL 33139
(CITY/STATE/ZIP)

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)

4/22/99
(DATE)

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