

P99000037765

Secretary of State
Division of Corporations
P.O. Box 6327
409 E Gaines Street,
Tallahassee, FL 32314

800002790008--5
-03/01/99--01047--011
****122.50 ****78.75

Subject: AlphaCom, *International, Inc.*

Dear Sir:

Enclosed is original and one copy of Articles of Incorporation and Certification of Designation Registered Agent/Registered Office for AlphaCom, Inc.
Also enclosed is a check in the amount of \$122.50 for costs to incorporate.
Please process documents accordingly.

Sincerely,

for *D. Vle*
MA Aitcheson & Associates, Inc.
8012 NW 108 Ave
Tamarac, FL
33321

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 27 AM 8:35

FILED

CB
4-27-99
10



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 25, 1999

M.A. AITCHESON & ASSOC. INC. 3RD. MAILING
MICHAEL A. AITCHESON
4141 NW 5TH STREET, STE. 104
TAMARAC, FL 33317

SUBJECT: ALPHACOM, INC.
Ref. Number: W99000005268

We have received your document for ALPHACOM, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 099A00009954

ARTICLES OF INCORPORATION
for
AlphaCom International, Inc.

FILED
99 APR 27 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to and acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be, AlphaCom International, Inc. initial address shall be
8012 NW 108 Ave., Tamarac Florida 33321.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Per Value Per Share Stock	Class of Stock
1000	\$1	Common

Initially there will only be three shareholders. Shares

Dennis A. Lewis
8012 NW 108 Ave.
Tamarac, Florida 33321.

Courtney Reid
8012 NW 108 Ave.
Tamarac, Florida 33321.

Delano Vaz
8012 NW 108. Ave.
Tamarac, Florida 33321.

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be 8012 NW 108 Ave., Tamarac, Florida 33321 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent shall be MA Aitcheson & Associates, Inc.

4141 N.W. 5th Street, Ste. 104

Plantation, Florida 33317

ARTICLE VI

This corporation shall have (2) director(s) initially. The name and street address of the initial directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Dennis A. Lewis
8012 NW 108 Ave.
Tamarac, Florida 33321.

Courtney Reid
8012 NW 108 Ave.
Tamarac, Florida 33321.

ARTICLE VII

The corporation shall have (3) officer(s) initially. The name and street address of the initial officers who shall hold office for the first year of the corporation, or until their successors are elected or appointed are as shown above.

Dennis A. Lewis (President)
8012 NW 108 Ave.
Tamarac, Florida 33321.

Courtney Reid (Secretary)
8012 NW 108 Ave.
Tamarac, Florida 33321.

Delano Vaz (Treasurer)
8012 NW 108 Ave.
Tamarac, Florida 33321.

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
AlphaCom International, Inc.**

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
registered office as 8012 NW 108 Ave., Tamarac Florida 33321, indicated the Articles of
Incorporation has named MA Aitcheson & Associates located at 4141 NW 5th Street ,
Suite 104, Plantation Florida 33317.its Registered Agent to accept service of
process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with the
obligations of that position, I hereby accept to act in this capacity, and agree to comply
with the provisions of Florida Law in keeping open said office.

A handwritten signature in black ink, appearing to read "Michael A. Gub", is written over a horizontal line.

ARTICLE VIII

The name and address of the incorporator is, Dennis A. Lewis, 8012 NW 108 Ave.,
Tamarac, Florida 33321.

ARTICLE IX

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, I, the undersigned, being the Incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.

Dennis A. Lewis

STATE OF FLORIDA)
) SS:
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared Dennis A. Lewis to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and county aforesaid this 21 day of April 1999.



Ruth E Bryan
My Commission CC594023
Expires October 16, 2000

Ruth E. Bryan
Notary Public,
State of Florida at Large

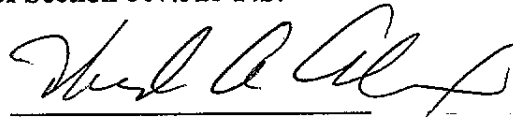
My commission expires:

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

In compliance with the laws of Florida, the following is submitted:

First, that AlphaCom International, Inc. , desiring to organize under the laws of the State of Florida, has named MA Aitcheson & Associates its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.



Registered Agent

DATED: This __ day of April __,

The foregoing instrument was acknowledged before me this 21 day of April, 1999 by MIKE AITCHESON who is personally known to me or who has produced FLORIDA ID as identification and who did/did not take an oath.


NOTARY PUBLIC

My commission expires:



Ruth E Bryan
My Commission CC594023
Expires October 16, 2000

FILED
99 APR 27 AM 8:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA