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ERIC-TEL, INC.

May 13, 1999

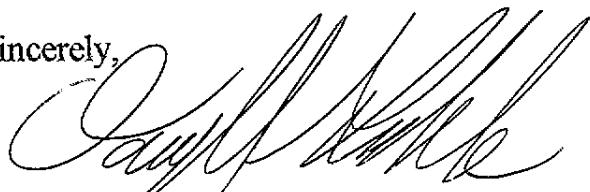
Secretary of State
Department of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Dear Sir,

Enclosed please find the Articles of Incorporation for ERIC-TEL, INC., which have been properly executed and notarized. The initial Registered Agent has also executed the articles indicating his acceptance of the position of Registered Agent.

We are enclosing a check in the amount of \$78.75 to cover the cost of registration and the cost of a certified copy of the Articles of Incorporation which are to be returned to us at: 1000 Savage Court, Suite 200, Longwood, FL 32750.

Sincerely,



Douglas L. Grable
Resigtered Agent

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*****78.75 *****78.75

SECRETARY OF STATE
TALLAHASSE, FLORIDA

FILED

1999 MAY 17 PM 2:23

Tel. (407) 767-6564
1000 Savage Court, Suite 217
Longwood, FL 32750

FILED

1999 MAY 17 PM 2:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Articles of Incorporation
of
ERIC-TEL, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article 1. Name

The name of the corporation is: ERIC-TEL, Inc.

Article 2. Principal Office

The principal place of business and mailing address of this corporation shall be: Suite 217, 1000 Savage Court, Longwood, FL 32750

Article 3. Capital Stock

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 1000 shares

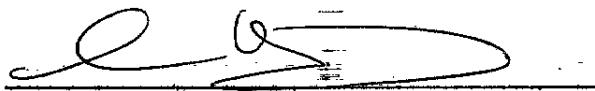
Article 4. Initial Registered Agent and Street Address

The name and address of the initial registered agent is: Douglas L. Grable, Suite 217, 1000 Savage Court, Longwood, FL 32750

Article 5. Incorporator

The name and address of the incorporator to these Articles of Incorporation is: Eric Yoshino, 110 Race Street, San Jose, CA 95126

The undersigned incorporator has executed these Articles of Incorporation this 5th day of May, 1999.



Signature

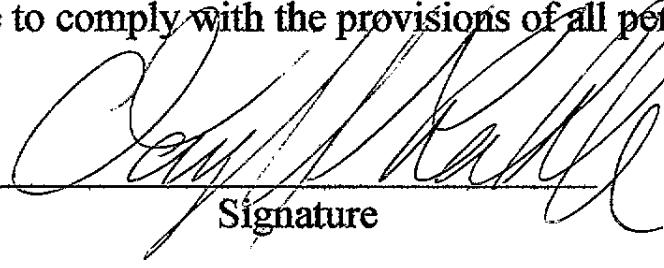
Certificate of Designation
Registered Agent/Registered Office

Pursuant to the provisions of Sections 607.0501 or 617.0501, 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: ERIC-TEL, INC.
2. The name and address of the registered agent and office is:

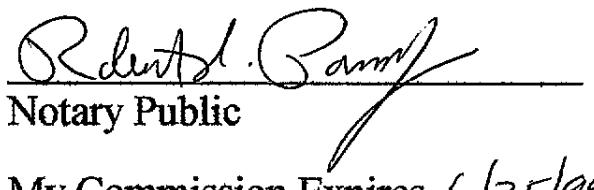
Douglas L. Garble 1000 Savage Court, Set 217
(407) 767-6564 Longwood, FL 32750

I am familiar with and accept the obligations of Registered Agent and I accept the appointment as Registered Agent and agree to act in that capacity and agree to comply with the provisions of all pertinent statutes.


Signature

State of Florida
County of Seminole

Before me, the undersigned authority appeared Eric Yoshino and Douglas L. Garble, with valid identification and acknowledged that they executed the foregoing document for the purposes contained therein, the 5th day of April, 1999.


Notary Public

CC 475711
Commission No.

My Commission Expires 6/25/99

