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Florida Department of State  
Division of Corporations  
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Katherine Harris, Secretary of State

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To: Division of Corporations  
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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

*Please!*

**FLORIDA PROFIT CORPORATION OR P.A.**

**brando electronics, inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

BRANDO ELECTRONICS, INC.

CORPORATE NAME AND PRINCIPAL PLACE OF BUSINESS

Brando Electronics, Inc.  
4711 N.W. 79 Avenue, Suite 13M  
Miami, Florida 33166

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual. Corporate existence shall begin upon the filing of the Articles of Incorporation by the Florida Department of State.

ARTICLE III

NATURE OF CORPORATE BUSINESS

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares authorized shall be common stock, having a par value of one dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

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ARTICLE V

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Ilka Russo  
4711 N.W. 79 Avenue, Suite 13M  
Miami, Florida 33166

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time according to the by-laws, but shall never be less than one.

The name and address of the initial director of this Corporation is:

NAME

ADDRESS

Ilka Russo

4711 N.W. 79 Avenue, Suite 13M  
Miami, Florida 33166

The members of this Board of Directors shall hold office until the first annual meeting of stockholders of the Corporation.

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ARTICLE VII

INCORPORATORS

The name and post office of the Incorporator executing these Articles of  
Incorporation is as follows:

INCORPORATOR

Iika Russo

ADDRESS

4711 N.W. 79 Avenue, Suite 13M  
Miami, Florida 33166

The undersigned, being the original subscriber to these Articles of Incorporation,  
for the purpose of forming a Corporation for profit and to do business both within and  
without the State of Florida, do hereby make, subscribe, acknowledge and file these  
Articles of Incorporation, hereby declaring and certifying that the facts herein stated are  
true and, accordingly, has hereunto set his hand and seal this

16<sup>th</sup> day of August, 1999.

  
Iika Russo

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STATE OF FLORIDA )

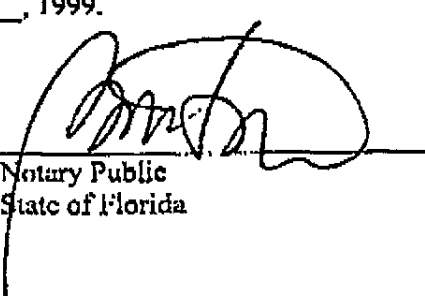
) SS

COUNTY OF DADE )

BEFORE ME, the undersigned authority, duly authorized in the State of Florida, County of DADE to take acknowledgments, personally appeared **ILKA RUSSO**, the person described as Incorporator in the foregoing Articles of Incorporation or who presented the following identification: FL DRIVER'S LICENSE # R 300-400-55-795-0

WITNESS my hand and seal at Miami, DADE County, Florida  
this 16<sup>th</sup> day of August, 1999.



  
Notary Public  
State of Florida

My Commission expires:

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**CERTIFICATE DESIGNATING REGISTERED  
AGENT FOR SERVICE OF PROCESS**

Pursuant to Chapter 48.091, Florida Statutes, the undersigned hereby designates  
ILKA RUSSO, as its Registered Agent to accept service of process within this State.

  
\_\_\_\_\_  
Ilka Russo

The undersigned hereby accepts the foregoing designation as Registered Agent  
for service of process within the State of Florida, and agrees to comply with the  
provisions of the law applicable to said designation.

  
\_\_\_\_\_  
Ilka Russo

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