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PALM BEACH, FL 33410-3607  
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CSC NETWORKS (FL) SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 045789 134265A

AUTHORIZATION *Patricia Pizzuti*

COST LIMIT : \$ 70.00

ORDER DATE : August 7, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 045789

800001915415

CUSTOMER NO: 134265A

CUSTOMER: Laura K. Betten, Esq  
LAURA K. BETTEN, P.A.

529 East New Haven Avenue

Melbourne, FL 32901

DOMESTIC FILING

NAME: PART ONE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

*DL*  
*8/7/96*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 AUG -7 PM 2:06

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DIVISION OF CORPORATIONS

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**ARTICLES OF INCORPORATION**  
**OF**  
**PART ONE, INC.**

**ARTICLE I - NAME**

The name of this corporation is Part One, Inc.

**ARTICLE II - DURATION**

This corporation shall have a perpetual existence commencing upon the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III - PURPOSE**

The nature of the business or purposes to be conducted or promoted are: To market and sell wholesale electronic components; to conduct wholesale and retail sales; and to engage in any lawful act or activity for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue 10,000 shares of common stock.

**ARTICLE V - VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors, and for all other purposes, shall be vested exclusively in the holders of the outstanding common shares.

**ARTICLE VI - PREEMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata

share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 529 E. New Haven Avenue, Melbourne, FL 32901 and the name of the initial registered agent of this corporation at that address is LAURA K. BETTEN.

**ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
John Perry Passanisi	1414 Island Green Drive, NE Palm Bay, FL 32905
Bert Nelson Pooley, III	4985 Lake Washington Road Melbourne, FL 32904

**ARTICLE IX - INCORPORATORS**

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

<u>NAME</u>	<u>ADDRESS</u>
John Perry Passanisi	2115 Palm Bay Road, NE Suite 6E Palm Bay, FL 32905

**ARTICLE X - BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE XI**

**APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER**

The approval of the shareholders of this corporation to any plan of merger shall be required in every case, whether or not such approval is required by law.

**ARTICLE XII - COMPENSATION OF DIRECTORS**

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

**ARTICLE XIII - INDEMNIFICATION**

This corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

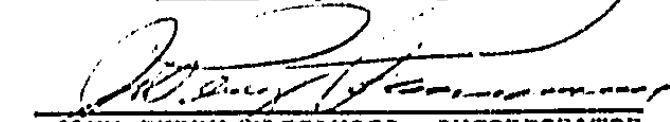
**ARTICLE XIV - AMENDMENT**

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.

**ARTICLE XV - PRINCIPAL OFFICE**

The principal office address of this corporation shall be: 2115 Palm Bay Road, NE, Suite 6E, Palm Bay, FL 32905 and the mailing address shall be the same.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation (his 6<sup>th</sup> day of August, 1996)

  
JOHN PERRY PASSANISI, INCORPORATOR

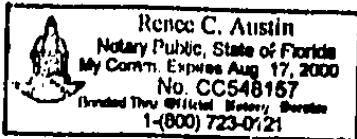
STATE OF FLORIDA :


COUNTY OF BREVARD :

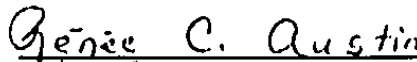
Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared JOHN PERRY PASSANISI, who is personally known to me (or who has produced \_\_\_\_\_ as identification and who did (did not) take an oath) and known by me to be the person who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation.

In witness whereof, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 6<sup>th</sup> day of August, 1996.

My Commission Expires:



  
NOTARY PUBLIC  
State of Florida at Large

  
Printed Name

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST that PART ONE, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Palm Bay, County of Brevard, State of Florida, has named LAURA K. BETTEN, located at 529 E. New Haven Avenue, Melbourne, FL 32901, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Laura K. Betten (s)  
LAURA K. BETTEN

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
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