

TRANSMITTAL LETTER
P99000091458

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: PC MADE EASY, INC.
(Proposed corporate name - must include suffix)

300003013643--3
-10/13/99--01043--013
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: MARY E. FRANCO
Name (Printed or typed)

307 PRUDENCE LANE
Address

PANAMA CITY BCH, FL 324
City, State & Zip

850-230-6628
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FL 32302

99 OCT 13 AM 8:23

FILED

NOTE: Please provide the original and one copy of the articles.

10-19
1999

Articles Of Incorporation
Of
P C Made Easy, Inc.

99 OCT 13 AM 8:23
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act , adopts the following Articles of Incorporation for such corporation.

Article I

The name and mailing address of the corporation is **P C Made Easy, Inc.**, P.O. Box 18305, Panama City Beach, FL 32417-8305

Article II

The period of duration is perpetual.

Article III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

Article IV

The corporation shall have the authority to issue 1,500 shares of common stock having a par value of \$1.00 per share.

Article V

The number of directors may be from time to time fixed by the shareholders. The number of directors constituting its initial Board of Directors are three (3) Directors whose name and address are as follows:

President, Mary E. Franco, 307 Prudence Ln. Panama City Beach, FL 32408
Treasurer, Joseph A. Franco, 113 Colony Harbour Rd. Panama City Bch, FL 32407
Secretary, Anthony P. Franco, 516 Sea Breeze Rd. Panama City Beach, FL 32413

Article VII

The address of its initial registered office is 307 Prudence Ln., Panama City Beach, FL 32408, and the name of its initial registered agent at said office is Mary E. Franco.

Article VIII

The name and address of the incorporator of these Articles of Incorporation is Mary E. Franco, 307 Prudence Lane, Panama City Beach, FL 32408.

Article IX

The power to adopt, alter or amend or repeal By Laws shall be vested in the Board of Directors and the Shareholders, and said power shall be exercised by a majority vote of the Directors and Shareholders.

Article X

The Shareholders shall have to power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a Stockholder's meeting by a majority vote of all common stock issued and outstanding.

Article XI

A majority vote of the Stockholders of the corporation shall be required for any Shareholder action.

Article XII

A majority vote of the Board of Directors of the corporation shall be required for any action of the Board of Directors.

Article XIII

The holders of the outstanding capital stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of capital stock of the corporation.

Article XIV

Every shareholder, upon sale for cash of any kind, class or series as that which he may already hold, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

DATED this 12th day of October, 1999.

Mary E. Franco
Mary E. Franco

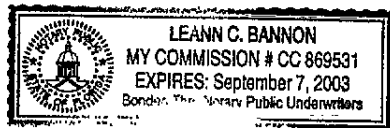
STATE OF FLORIDA
COUNTY OF BAY

BEFORE ME, the undersigned authority personally appeared MARY E. FRANCO to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to the law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Panama City, in said County and State this 12th day of October, 1999.

Leann C. Bannon
Notary Public
My Commission Expires: 9/7/2003

(AFFIX SEAL)



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.

Mary E. Franco
Signature/Registered Agent

10/12/99
Date