

F96000006093

CAPITAL CONNECTION, INC.
 Virginia St., Suite 200, Thomasville, GA 32387 (904) 222-8870
 Mailing Address: P.O. Box 349, Thomasville, GA 32302
 TOLL FREE: 1-800-342-8062
 FAX: (904) 222-1222

Over-Engineering - U.S.A., Inc.

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

*File 2nd
 please*

	C.C. FEE.	DISBURSED
_____ Capital Express™	_____	_____
_____ Art. of Inc. File	_____	_____
_____ Corp. Record Search	_____	_____
_____ Ltd. Partnership File	_____	_____
<input checked="" type="checkbox"/> Foreign Corp. File <i>Photo</i>	_____	_____
_____ () Cert. Copy(s)	_____	_____
_____ Art. of Amend. File	_____	_____
_____ Dissolution/Withdrawal	_____	_____
<input checked="" type="checkbox"/> C U S. <i>C.S.</i>	_____	_____
_____ Fictitious Name File	_____	_____
_____ Name Reservation	_____	_____
_____ Annual Report/Reinstatement	_____	_____
_____ Reg. Agent Service	_____	_____
_____ Document Filing	_____	_____
_____ Corporate KH	_____	_____
_____ Vehicle Search	_____	_____
_____ Driving Record	_____	_____
_____ Document Retrieval	_____	_____
_____ UCC 1 or 3 File	_____	_____
_____ UCC 11 Search	_____	_____
_____ UCC 11 Retrieval	_____	_____
_____ File No.'s, _____ Copies	_____	_____
_____ Courier Service	_____	_____
_____ Shipping/Handling	_____	_____
Phone () _____	_____	_____
Top Priority _____	_____	_____
Express Mail Prep. _____	_____	_____
FAX () _____	_____	_____

96 NOV 21 PM 2:08
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
Wk 11/21

SUBTOTALS	
FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____

\$78.75

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE <i>11/21</i>	_____	_____	_____
TIME _____	_____	CK No. _____	_____
BY _____	_____	_____	_____

WALK-IN *10:00*
 WIM Pick Up *Wk*

Please remit invoice number with payment
 TERMS: NET 15 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACTION BUSINESS IN FLORIDA

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACTION BUSINESS IN THE
STATE OF FLORIDA:**

1. Power Computing-U.S.A., Inc.
(Name of corporation must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. 51-0333731
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. January 14, 1991 B. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. November 20, 1996
(Date first transacted business in Florida. (See sections 607.1801, 607.1802, and 617.180, F.S.))
7. 437 Chestnut Street
Philadelphia, PA 19106
(Current mailing address)
8. Computer Component Consultant
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Rana M. Gorzeck
Office Address: 100 W. Cypress Creek Road, Ste., 910
Ft. Lauderdale, Florida, 33309
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Rana M. Gorzeck

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: N/A

Address: _____

Vice Chairman: _____

Address: _____

Director: Agostino Marino (Sole Director)

Address: 3401 Manor Road

Huntingdon Valley, PA 19006

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Agostino Marino

Address: 3401 Manor Road

Huntingdon Valley, PA 19006

Vice President: _____

Address: _____

Secretary: Agostino Marino

Address: 3401 Manor Road

Huntingdon Valley, PA 19006

Treasurer: Agostino Marino

Address: 3401 Manor Road

Huntingdon Valley, PA 19006

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Rana M. Gonsky, pursuant to a Power of Attorney
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

Agostino Marino, President & Director

14. _____
(Typed or printed name and capacity of person signing application)

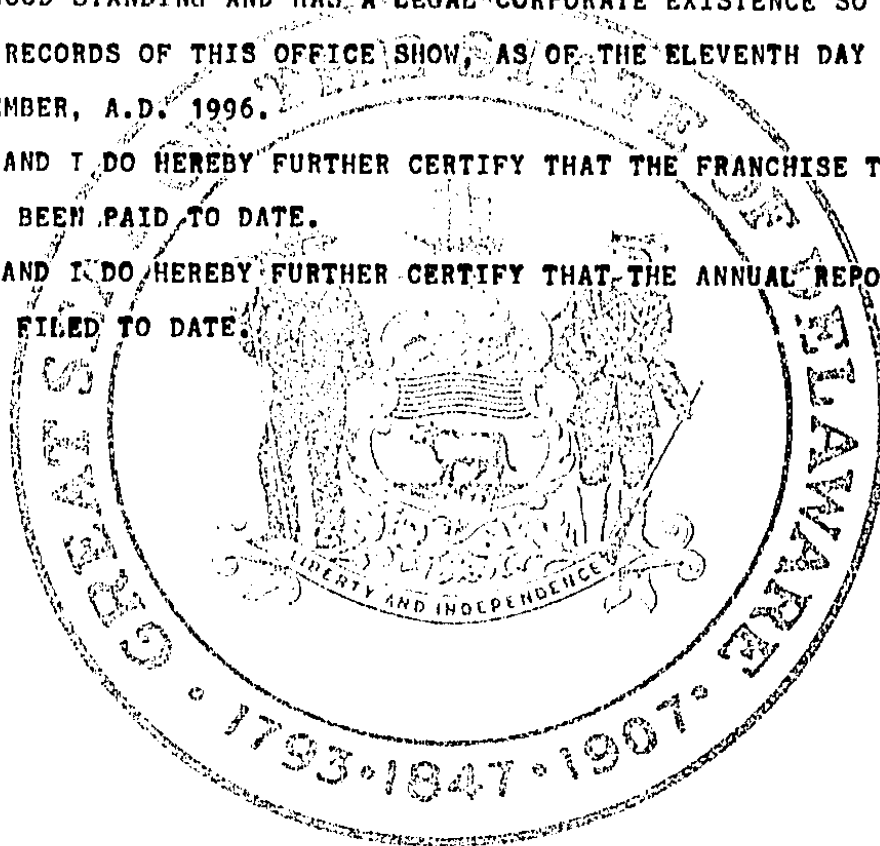
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State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POWER COMPUTING-U.S.A., INC" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE ELEVENTH DAY OF NOVEMBER, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



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 DIVISION OF CORPORATIONS
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Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

8185406

DATE:

11-11-96