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COVER LETTER

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

SUBJECT: Main Street Computer Outreach, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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		
		ADDITIONAL COPY REQUIRED		
FROM: Ronald H. Catlin Name (Printed or typed) 7015 Crestlake Dr. Address				
Orlando, FL. 32819 City, State & Zip				
407-351-1944 Davtime Telephone number				

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

Articles of Incorporation

In compliance with Chapter 617, F.S. (not for profit)

ARTICLE I NAME

The name of the Corporation shall be:

Main Street Computer Outreach Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

7015 Crestlake Dr. Orlando, FL. 32819

ARTICLE III PURPOSE

The purpose for which the Corporation is organized is:

To help prevent used computers and related equipment from going to the landfills and to make computer systems available to financially challenged students, charitable organizations and the elderly.

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

<u>ARTICLE IV MANNER OF ELECTION</u>

Directors will initially be appointed by the Incorporator, then in the future will be appointed and approved by the Board of Directors.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

Names, Addresses, and titles of initial Directors:

Ronald H. Catlin, 7015 Crestlake Dr. Orlando, FL., 32819 President/CEO Gregg F. Johnson, 5433 Lk. Margaret Dr. #A, Orlando, FL. 32812 Vice President Barbara A. O'Neill, 7315 Pago St. Orlando, FL., 32822 Secretary Roger Hurlburt, 3120 Port Royal Dr. Orlando, FL. 32827 Treasurer

ARTICLE VI INITIAL REGISTERED AGENT

Name and address of the Registered Agent is:

Ronald H. Catlin, 7015 Crestlake Dr. Orlando, FL., 32819.

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Ronald H. Catlin, 7015 Crestlake Dr., Orlando, FL., 32819

ARTICLE VIII DISTRIBUTION OF EARNINGS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this corporation.

ARTICLE IX DISSOLUTION OF THE CORPORATION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X EFFECTIVE DATE

Effective date of the beginning of the Corporation shall be January 1, 2006

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature/Registered Agent

Ronald H. Catlin

Signature/Incorporator Ronald H. Catlin