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FLORIDA INCORPORATORS, INC

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: FLORIDA INCORPORATORS, INC.

ACCT#: 075350000473

CONTACT: MARK HANKINS

PHONE: (305) 661-8503

FAX #: (305) 661-8621

NAME: UNHAPPY MICRON COMPUTER OWNERS OF AMERICA, I

AUDIT NUMBER.....H98000013899

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....1

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FL INCORPORATORS INC
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ARTICLES OF INCORPORATION

OF

UNHAPPY MICRON COMPUTER OWNERS OF AMERICA, INCORPORATED

A Florida Corporation Not For Profit

ARTICLE I

The name of the corporation shall be UNHAPPY MICRON COMPUTER OWNERS OF AMERICA, INCORPORATED (the "Corporation").

ARTICLE II

The street address of the initial principal office of the Corporation shall be 8766 S.E. Riverfront Terrace, Tequesta, Florida 33469-1813.

ARTICLE III

The purpose for which the Corporation is organized is to serve as a clearinghouse and information resource for dissatisfied purchasers of MICRON COMPUTER brand computers.

The corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not for profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented.

ARTICLE IV

The initial directors and officers shall be as hereinafter designated:

George E. Kantor
Tu Duy Le
Maria A. Kantor

Director and President
Director and Vice-President
Director and Secretary

The succeeding officers and directors of the Corporation shall be elected in accordance with terms and conditions set forth in the bylaws for the Corporation.

FLORIDA INCORPORATORS, INC.
1221 Brickell Avenue, Suite 900
Miami, FL 33131
(305) 661-8503

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ARTICLE V

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented.

ARTICLE VI

The street address of the initial registered office of the Corporation is 8766 S.E. Riverfront Terrace, Tequesta, Florida 33469-1813, and the name of the initial registered agent of the Corporation at that address is George E. Kantor.

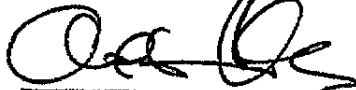
ARTICLE VII

The name and address of the incorporator for the Corporation is George E. Kantor, 8766 S.E. Riverfront Terrace, Tequesta, Florida 33469-1813.

ARTICLE VIII

The mailing address of the Corporation is 8766 S.E. Riverfront Terrace, Tequesta, Florida 33469-1813.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of July, 1998.



George E. Kantor

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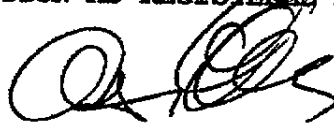
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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

PURSUANT TO FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Corporation is: UNHAPPY MICRON COMPUTER OWNERS OF AMERICA, INCORPORATED
2. The name and address of the registered agent is: George E. Kantor, 8766 S.E. Riverfront Terrace, Tequesta, Florida 33469-1813.

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.



George E. Kantor

Dated: July 27, 1998.

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