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CORPORATION(S) NAME

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ARTICLES OF INCORPORATION

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OF

FILMEX COMPUTERS, INC.

I, the undersigned, hereby associate myself for the purposes of becoming a corporation under the provision of the General Business Corporation Act of the State of Florida.

ARTICLE I

The name of the corporation shall be: FILMEX COMPUTERS, INC.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The general purpose for which this corporation is organized shall include all transactions of any and all lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be in excess of one hundred dollars (\$100.00).

ARTICLE V

The maximum number of shares of capital stock that this corporation is authorized to issue is 100 shares of common stock, having a par value of one dollar (\$1.00) per share. This class of shares shall have full voting rights.

The corporation shall have the power to amend these Articles at any time to provide for the issuance of additional classes of stock and to declare provisions for preferences, limitations, and relative rights in respect to the shares of each class.

Prepared by: David L. Margolesky, Esq.

Florida Bar No.: 981974 10761 SW 104th Street Miami, Florida 33176 (305) 412-2100

ARTICLE VI

The street address of the principle office of the corporation shall be: 9100 S. Dadeland Boulevard, Suite 909, Miami, Florida 33156.

ARTICLE VII

The number of directors constituting the initial board of directors of the corporation is one, but no more than five, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until successors are elected and shall qualify is:

Rene Filidor: 9100 S. Dadeland Boulevard, Suite 909, Miami, Florida 33156.

ARTICLE VIII

The names and addresses of the first officers of this corporation are as follows:

PRESIDENT/SECRETARY/TREASURER:

Rene Filidor: 9100 S. Dadeland Boulevard, Suite 909, Miami, Florida 33156.

ARTICLE IX

The shareholders of the corporation shall possess preemptive rights to acquire shares of stock issued by the corporation.

ARTICLE X

The name and address of the incorporator is as follows:

Rene Filidor: 9100 S. Dadeland Boulevard, Suite 909, Miami, Florida 33156.

ARTICLE XI

The designated registered agent for this corporation is David L. Margolesky, Esq. whose address is as follows:

Law Offices of David L. Margolesky, P.A., 10761 SW 104th Street, Miami, Florida 33176.

ARTICLE XII

The corporation may adopt by-laws and regulations creating, defining, limiting and regulating the powers of the corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provisions which are required or permitted under the General Business Corporation Act of the State of Florida.

IN WITNESS WHEREOF	, the undersigned executes these	Articles of Incorporation for
FILEMX COMPUTERS, INC., this	day of March 2000.	
		11 1000
		11/10/00
	<i></i>	

STATE OF FLORIDA)
COUNTY OF DADE) SS.:

BEFORE ME, the undersigned authority, this day of March, 2000, personally appeared Rene Filidor, who produced a drivers license, and after being duly sworn on oath, deposed and said he has fully read and understood the foregoing Articles of Incorporation for FILMEX COMPUTERS, INC. and has executed same knowingly and voluntarily for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 5

day of March 2000.

Florida

David L Margolesky

My Commission CC866138

Expires August 25, 2003

Printed Name

RENE FILIDOR

CERTIFICATE OF DESIGNATION

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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED; FILMEX COMPUTERS, INC., DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS CORPORATE ADDRESS AT 9100 S. DADELAND BOULEVARD, SUITE 909, MIAMI, FLORIDA 33156, AND WITH ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA BEING: DAVID L. MARGOLESKY, ESQ. OF THE LAW OFFICES OF DAVID L. MARGOLESKY, P.A. LOCATED AT 10761 SW 104TH STREET, MIAMI, FLORIDA 33176 HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES.

REGISTERED AGENT/ (
DAVID L. MARGOLESKY, ES

DATE