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ACCOUNT NO. : 072100000032

REFERENCE : 776535 7116036

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 78.75

00 JUL 26 PM 2:16

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : July 26, 2000

ORDER TIME : 9:52 AM

ORDER NO. : 776535-005

CUSTOMER NO: 7116036

CUSTOMER: Ms. Hollie Gray
T. N. Murphy, Jr., P.a.

700003336677--7

Suite 410
980 North Federal Highway
Boca Raton, FL 33432

DOMESTIC FILING

NAME: SUPPORTDESK USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS:

RECEIVED
00 JUL 26 AM 11:29
TALLAHASSEE, FL 32302
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32302

[Signature]

00 JUL 26 PM 2: 16

**ARTICLES OF INCORPORATION
OF
SUPPORTDESK USA, INC.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE ONE

NAME: The name of the Corporation is **SUPPORTDESK USA, INC.**

ARTICLE TWO

DURATION: The corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE THREE

PURPOSE: This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or hereafter amended.

ARTICLE FOUR

DIRECTORS: This Corporation shall have **one (1) director** initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1). The name and address of the director is:

**David J. Richards
500 N.E. Spanish River Blvd.
Suite 205
Boca Raton, Florida 33431**

ARTICLE FIVE

INCORPORATORS: The name and residence address of the subscriber to these Articles of Incorporation is:

**David J. Richards
500 N.E. Spanish River Blvd.
Suite 205
Boca Raton, Florida 33431**

ARTICLE SIX

CAPITAL STOCK: The Corporation is authorized to issue **Fifty Thousand (50,000) shares of \$.01 cent par value common stock.**

ARTICLE SEVEN

PREEMPTIVE RIGHTS: Every shareholder, upon the sale of cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others.

ARTICLE EIGHT

INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this Corporation is **980 N. Federal Highway, Suite 410, Boca Raton, FL 33432** and the name of the registered agent is **T.N. MURPHY, JR.**

ARTICLE NINE

PRINCIPAL OFFICE: The principal office of this Corporation shall be at **500 N.E. Spanish River Blvd., Suite 205, Boca Raton, Florida 33431.** The Board of Directors may, from time to time move the principal office to any other address in the State of Florida.

IN WITNESS WHEREOF, the incorporator has hereunto set her hand and seal this the 24th day of July, 2000.



DAVID J. RICHARDS, Incorporator

STATE OF FLORIDA

COUNTY OF PALM BEACH


The foregoing instrument was acknowledged before me this 24th day of July, 2000 by **DAVID J. RICHARDS**, who is:



personally known to me, or
who has produced a driver's license or I.D. card as identification

and who did or did not take an oath.

(SEAL)



Notary Public

My commission expires:



Hollie Sue Gray
My Commission CC757484
Expires July 8, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

CERTIFICATE

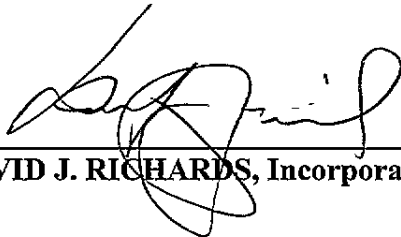
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**DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That **SUPPORTDESK USA, INC.** desiring to organize under the laws of the state of Florida with its principal office as indicated in the Articles of Incorporation, at the **City of Boca Raton, County of Palm Beach, State of Florida**, has named **T.N. MURPHY, JR.**, located at **980 N. Federal Highway, Suite 410, Boca Raton, FL 33432** as its agent to accept service of process within this State.

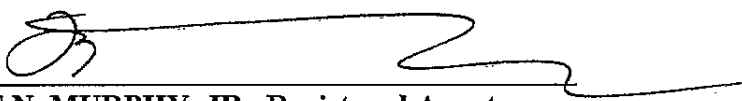
DATED: July 24, 2000.



DAVID J. RICHARDS, Incorporator

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



T.N. MURPHY, JR., Registered Agent