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MICHAEL A. GUIDONE
236 BRISTOL CIRCLE
SANFORD, FL 32773
407-324-7546

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Reference: Incorporation in the State of Florida

Dear Sir or Madam:

Enclose are Articles of Incorporation and Registered Agent affidavit for the to be formed corporation "That Computer Place, Inc." A check in the amount of \$70.00 is enclosed.

Please contact me at the telephone number listed above should you have any questions or require more information in order to accomplish this incorporation.

Please return the documents via express mail, which is also enclosed.

Thank you for your attention to this request.

Sincerely,



Michael A. Guidone

Enclosures

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THAT COMPUTER PLACE, INC.

ARTICLE I

Name, Principal Place of Business and Duration

The name of the Corporation is That Computer Place, Inc. The principal place of business of the Corporation is 236 Bristol Circle, Sanford, Florida, 32773. The duration of the Corporation is perpetual.

ARTICLE II

Registered Office and Agent

The address of the registered office in the State of Florida is 236 Bristol Circle, Sanford, Florida, 32773, County of Seminole. The name of the registered agent at such address is Michael A. Guidone.

ARTICLE III

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Act of Florida.
2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to a corporation by the Business Corporation Act of Florida.

ARTICLE IV

Capital Stock

1. The total number of shares of capital stock which the Corporation has the authority to issue is 5,000 shares of Common Stock ("Common Stock"), \$.10 per value per share.
2. The designations, voting powers, preferences and relative, participation, optional or other special rights, and qualification, limitations or restrictions of the above stock are as follow:

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(a) The holders of the Common Stock are entitled to receive to the extent permitted by law, such dividends as may be declared from time to time by the Board of Directors.

(b) In the event of the voluntary or involuntary liquidation, dissolution, distribution of assets or winding up of the Corporation, after distribution in full of the preferential amounts, if any, to be distributed to the creditors and holders of shares of preferred stock, if any such stock shall be authorized herein and issued, the holders of Common Stock shall be entitled to receive all of the remaining assets of the Corporation of whatever kind available for distribution to shareholders ratably in proportion to the number of shares of Common Stock held by them respectively. The Board of Directors may distribute in kind to the holders of Common Stock such remaining assets of the Corporation or may sell, transfer or otherwise dispose all or any part of such remaining assets to any other corporation, trust or other entity and receive payment therefor in cash, stock or obligations of such other corporation, trust or other entity, or any combination so received and distribute any balance thereof in kind to holders of Common Stock. The merger or consolidation of the Corporation into or with any other corporation, or their merger of any other corporation into it, or any purchase or redemption of shares of stock of the Corporation of any class, shall not be deemed to be a dissolution, liquidation or winding up of the Corporation for the purposes of this paragraph.

(c) Each holder of Common Stock has one vote with respect to each share of stock held by him of record on the books of the Corporation on all matters voted upon by the shareholders.

(d) The private property of the shareholders of this Corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription of shares.

(e) Any person, upon becoming the owner or holder of any shares of the Common Stock or other securities having voting rights issued by this Corporation ("shareholder"), does hereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged, or repealed by legislative enactment's of the State of Florida, or of United States hereinafter adopted which have reference to or affect corporation, such securities, or such persons, if any; and that the Corporation reserves the right to transact any business of the Corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactment's.

ARTICLE V

Incorporator

1. The name and mailing address of the incorporator of this Corporation is as follows:

Name

Address

Michael A. Guidone

236 Bristol Circle
Sanford, Florida 32773

2. The power of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of Florida.

ARTICLE VI

Board of Directors

1. All corporate powers shall be exercised by or under the authority of, and The business and affairs of the Corporation shall be managed under the Direction of, the Board of Directors, except as otherwise herein provided or reserved to the holders of Common Stock in the by-laws of the Corporation.
2. (a) The number of members of the Board of Directors will be fixed from time to time by resolution of the Board of Directors, but (subject to vacancies) in no event may there be less than one (1) director. Each director shall serve until the next annual meeting of shareholders.

(b) If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next meeting of shareholders.

(c) The names and mailing addresses of the persons which shall serve as Directors of the Corporation until the first annual meeting of the shareholders are as follows:

Name

Address

Michael A. Guidone

236 Bristol Circle
Sanford, Florida 32773

Cynthia M. Guidone

236 Bristol Circle
Sanford, Florida 32773

ARTICLE VII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

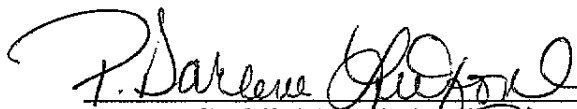
DATED this 2nd day of August, 2000.

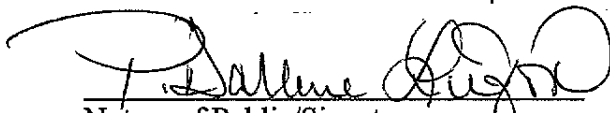

Michael A. Guidone

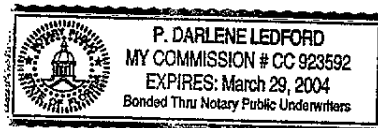
STATE OF FLORIDA
COUNTY OF SEMINOLE

Be it remembered, that on this 2 day of August, 2000, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgements, Michael A. Guidone, a party of the foregoing Articles of Incorporation, known to me personally to be such, and I having first made known to him the contents of said Articles, he did acknowledge that h3e signed, sealed and delivered the same as his voluntary act and deed.

Given under my hand and seal of office the day and year aforesaid.


Notary of Public/Name Printed P. DARLENE LEDFORD


Notary of Public/Signature
My Commission Expires: 3/29/04



CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with the Business Corporation Act of Florida, The following is submitted:

That Computer Place, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the City of Sanford, State of Florida, has named Michael A. Guidone located at 236 Bristol Circle, Sanford, Florida, 32773, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT:

Having been named to 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 my duties.


Registered Agent

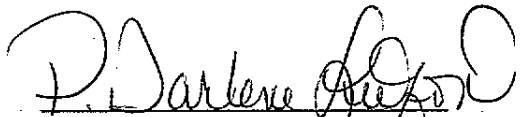
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Date

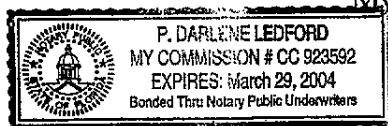
STATE OF FLORIDA
COUNTY OF SEMINOLE

Before me personally appeared Michael A. Guidone, known to me to be the individual described in and who executed the foregoing, and he swore to and acknowledged before me that he executed the same for the purposes therein expressed.

Witness my hand and official seal in the county and State above this 2 day of August, 2000.


Notary Public/Printed


Notary Public/Signature
My Commission Expires: 3/29/04



STATE OF FLORIDA
TALLAHASSEE COUNTY

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