

*Kenneth A. Luban*

PO1000034847

March 29, 2001

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

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

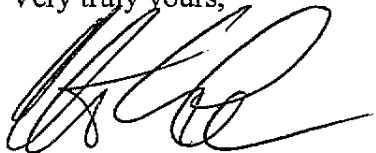
Dear Sirs:

On behalf of A & D Computer Solutions, Inc., (the "Corporation") I enclose the following:

1. Articles of Incorporation
2. Certificate Designating the Corporation's Resident Agent in Florida

Also enclosed is a check in the amount of \$122.50 for filing fees. Please return a certified copy of the Articles to the undersigned at 31 Ocean Reef Drive, Suite C-300, Key Largo, Florida, 33037, Attention: Kenneth A. Luban.

Very truly yours,



Kenneth A. Luban

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\*\*\*\*122.50 \*\*\*\*\*78.75

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Thomas V. Anderson  
11 Coral Way  
Key Largo, Florida 33037

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**ARTICLES OF INCORPORATION  
OF  
A & D COMPUTER SOLUTIONS, INC.**

**ARTICLE I.** The name of the corporation is A & D Computer Solutions, Inc. ("Corporation").

**ARTICLE II.** The Corporation shall have a perpetual existence.

**ARTICLE III.** The Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be organized under the General Corporation Act of the State of Florida, whether granted by specific statutory authority or by construction of law.

**ARTICLE IV.** The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares, \$.01 par value per share.

**ARTICLE V.** The street address of the initial registered office and the principal office of the Corporation is 11 Coral Way, Key Largo, Florida, 33037.

**ARTICLE VI.** The name of the initial registered agent of the Corporation is Thomas V. Anderson. The address of the initial registered agent of the Corporation is 11 Coral Way, Key Largo, Florida 33037.

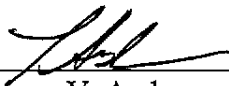
**ARTICLE VII.** The initial Board of Directors shall consist of one person, whose name and address is as follows:

Thomas V. Anderson  
11 Coral Way  
Key Largo, Florida 33037

The number of directors may be increased or decreased from time to time in the manner provided in the By-Laws of the Corporation.

**ARTICLE VIII.** The name and address of the incorporator of the Corporation is Thomas V. Anderson, 11 Coral Way, Key Largo, Florida 33037.

**IN WITNESS WHEREOF,** the incorporator has executed these Articles of Incorporation on March 28, 2001.

  
\_\_\_\_\_  
Thomas V. Anderson

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

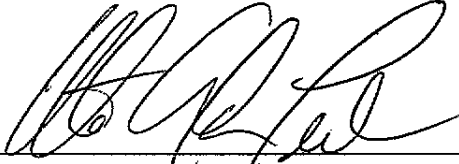
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STATE OF FLORIDA )

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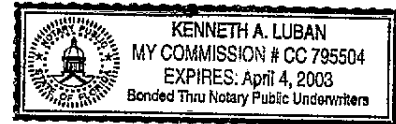
COUNTY OF MONROE )

THE FOREGOING instrument was acknowledged before me this 28<sup>th</sup> day of March, 2001, by Thomas V. Anderson who is personally known to me or who has produced \_\_\_\_\_ as identification and who \_\_\_\_\_ did X did not take an oath.



Notary Public

My commission expires: 4/4/03 Kenneth A. Luban  
Commission No: CC 795504



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

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Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That A & D Computer Solutions, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at Key Largo, Monroe County, Florida, has named Thomas V. Anderson, located at 11 Coral Way, Key Largo, Florida 33037, as its agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated by this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to the proper and complete performance of my duties.

  
\_\_\_\_\_  
Thomas V. Anderson, Resident Agent

Dated: March 28, 2001.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA