

P02000003836

RICHARD CUNNINGHAM
4422 West Highway 40, Suite 7
Ocala, Florida 34482

December 12, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: All Wholesale Computing, Inc

300004744423--4
-12/31/01--01038--020
*****78.75 *****78.75

Gentlemen:

Enclosed herewith are the Articles of Incorporation and one copy of said Articles, together with a check in the amount of \$78.75 to cover filing fee and certificate, regarding the above referenced matter.

Thank you for your assistance in this matter, and if you should have any further questions please do not hesitate to contact my office at the number listed above.

Very truly yours,

Richard Cunningham

RIC:cam

FILED
02 JAN 11 PM 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W02-77

01-11-02

13



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 2, 2002

RICHARD CUNNINGHAM
4422 WEST HWY 40 STE 7
OCALA, FL 34482

SUBJECT: ALL WHOLESALE COMPUTING, INC.
Ref. Number: W02000000077

We have received your document for ALL WHOLESALE COMPUTING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 102A00000117

FILED

**ARTICLES OF INCORPORATION
OF
ALL WHOLESALE COMPUTING, INC.**

02 JAN 11 PM 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

**ARTICLE ONE
Name**

The name of the corporation is **All Wholesale Computing, Inc.**

**ARTICLE TWO
Corporate Duration**

This corporation shall have perpetual existence. The date and time of the commencement of corporate existence is at the time of filing the Articles of Incorporation by the Department of State.

**ARTICLE THREE
Purpose**

The general purposes for which the corporation is organized are:

1. To engage in any and all lawful business activity permitted under the laws of the United States and of the State of Florida, including, but not by way of limitation, the lending and borrowing of money, with or without security therefor.
2. To make and enter into all contracts necessary and proper for the conduct of its business and businesses.
3. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether herein specified or not, either along or in connection with other firms, individuals or corporations, whether in the State of Florida, or throughout the United States or elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to, or connected with the businesses herein before described, or any part or parts thereof if not inconsistent with laws of the State of Florida.
4. In general, this corporation shall have and exercise all the powers conferred by the Laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

**ARTICLE FOUR
Shares**

This corporation is authorized to issue 100 shares of common stock with a par value of \$1.00 per share.

ARTICLE FIVE
Registered Office and Agent

The street address of the initial registered office of the corporation is **4422 West Highway 40, Suite 7, Ocala, Florida 34482**, and the name of its initial registered agent at such address is **Richard Cunningham**.

ARTICLE SIX
Directors

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

Richard Cunningham	4422 West Highway 40, Suite 7
	Ocala, Florida 34482

ARTICLE SEVEN
Incorporator

The name and address of the incorporator is:

Richard Cunningham	4422 West Highway 40, Suite 7
	Ocala, Florida 34482

ARTICLE EIGHT
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE NINE
Officers

The officers of the corporation shall be a President, Vice-President, Secretary and Treasurer. Until the first meeting of the Board of Directors or until its successors are elected and have qualified, the following shall be the officers of the corporation:

President	Richard Cunningham
Vice-President	Richard Cunningham
Secretary	Richard Cunningham
Treasurer	Richard Cunningham

ARTICLE TEN
Dissolution

The Corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds (2/3) of the outstanding shares of the corporation entitled to vote their own. On Dissolution, the corporation property and assets shall, after payment of all debts of the

corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

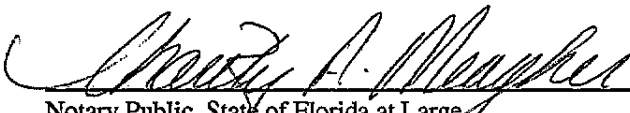
IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this 12th day of December, 2001.


Richard Cunningham, President

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY that before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared **Richard Cunningham**, personally known to me or has provided FL DL as identification, and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 12th day of December, 2001.


Notary Public, State of Florida at Large
My commission expires:



I hereby accept the duties and responsibilities
as the registered agent.

