

P020000007306

David Noble
P.O. Box 111
Naples, FL 34106-0111
(941) 775-8909

8 January, 2002

Fla. Dept. Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-01/15/02--01020--009
*****78.75 *****78.75

Dear Sirs:

Enclosed please find one signed original and one signed copy of the Articles of Incorporation of **Covey's Computer Services, Inc.** Also included is a check in the amount of \$78.75 for the fee of filing the Articles, Agent Registration, and a Certified Copy.

Please complete the processing of this at your earliest opportunity and return the Certified Copy of the Articles of Incorporation to the address listed above (David Noble, P.O. Box 111, Naples, FL 34106-0111).

Thank you for your assistance. If you have any questions, please do not hesitate to call me at (941) 775-8909.

Sincerely

David F. Noble

DFN/hs
cc:file

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02 JAN 15 AM 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gj/b3

**ARTICLES OF INCORPORATION OF
COVEY'S COMPUTER SERVICES, INC.**

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 **COVEY'S COMPUTER SERVICES, INC.**

**ARTICLE TWO
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE THREE
PURPOSE OR PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in Computer Services Trade.
2. To engage in any other trade or business which can in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

**ARTICLE FOUR
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is seventy-five hundred. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

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TALLAHASSEE, FLORIDA

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation
is 28140 Dovewood Court
Suite #203
Bonita Springs, FL 34135

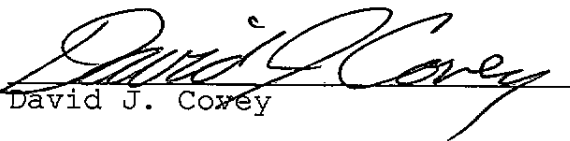
This is also the address of the principle office.

ARTICLE SIX
REGISTERED AGENT

The name and address of the corporations initial registered agent is:
David J. Covey
28140 Dovewood Court
Suite #203
Bonita Springs, FL 34135

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above named corporation, at the place indicated in this article, I do hereby accept to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open the office.


David J. Covey

ARTICLE SEVEN
DIRECTORS

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

Name	Address
David J. Covey	28140 Dovewood Court Suite #203 Bonita Springs, FL 34135

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TALLAHASSEE, FLORIDA

ARTICLE EIGHT
CORPORATE POWERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Directors of this corporation.

ARTICLE NINE
INCORPORATORS

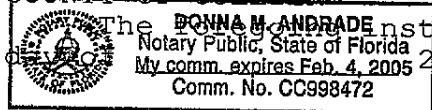
The name and address of each incorporator is:

Name	Address
David J. Covey	28140 Dovewood Court Suite #203 Bonita Springs, FL 34135

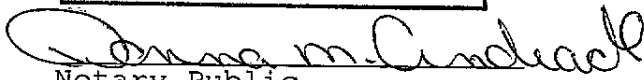
We, the incorporators, sign our names this 10TH day of JANUARY of 2002.


David J. Covey

STATE OF FLORIDA
COUNTY OF COLLIER



The instrument was acknowledged before me on this 10th day of JANUARY, 2002.


Notary Public.
My commission expires: 2-4-05