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FLORIDA PROFIT CORPORATION OR P.A.

COMPUHOLICS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
COMPUHOLICS, INC.**

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

**Article I
Name**

The name of the Corporation is Compuholics, Inc.

**Article II
Duration**

The term of existence of the Corporation is perpetual.

**Article III
Nature of Business**

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**Article IV
Capital Stock**

The aggregate number of shares which the Corporation has the authority to issue is 100, all of which shall be common shares having the par value of One Dollar (\$1.00) per share.

Michael Schott	50
John Schott	50

**Article V
Preemptive Rights Granted**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasure share.

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**Article VI
Registered Office**

The street address of the initial registered office of the Corporation is:

600 Brickell Avenue
Suite 300K
Miami, Florida 33131

The name of the registered agent at such address is:

Diego R. Espinosa

**Article VII
Principal Office**

The initial street address of the principal office of the Corporation in the State of Florida is:

240 NW 107 Avenue
Suite 104
Miami, Florida 33172

**Article VIII
Officers and Directors**

Michael Schott	President
John Schott	Vice President

**Article IX
Incorporator**

The name and address of the incorporator is:

Diego R. Espinosa
600 Brickell Avenue
Suite 300K
Miami, Florida 33131

**Article X
Indemnification**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of January, 2002 in the City of Miami, County of Dade, State of Florida.

Michael Schott
Michael Schott
Incorporator

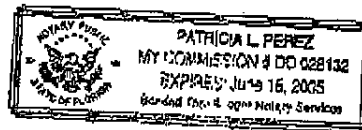
STATE OF: FLORIDA
COUNTY OF: DADE

BEFORE ME, a Notary Public duly authorized in Dade, Florida, above mentioned, personally appeared Michael Schott, known to me to be the person who signed the above Articles of Incorporation, and acknowledged that they executed for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 3rd day of January, 2002.

[Signature]
Notary Public at Large

My Commission Expires:



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Prepared by: Patricia L. Perez, Esquire, Law Offices of PATRICIA L. PEREZ, P.A., 2222 Ponce De Leon Blvd., Penthouse Suite, Coral Gables, Florida 33134, (305) 445-7611, Florida Bar No.: 98612

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CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

IN COMPLIANCE WITH Section 48.019, Florida Statutes, the following is submitted:

That COMPUHOLICS, INC. desiring to organize or qualify under the laws of the State of Florida with its principle place of business in Miami, Florida, has named Diego R. Espinosa of 600 Brickell Avenue, Suite 300K, Miami, Florida 33131, as its Agent to accept service of process.

Michael Schott
Michael Schott
Date: 01-31-02

Having been named to accept service of process for COMPUHOLICS, INC., at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

By: Diego R. Espinosa
Diego R. Espinosa
Date: 01-31-02

SWORN TO AND SUBSCRIBED before me this 31 day of January, 2002.

Patricia L. Perez
Notary Public, State of Florida

My Commission Expires:



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