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Gregory H. Fisher P.A

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FILED
02 MAY 23 PM 1:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 20, 2002

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

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*****78.75 *****78.75

RE: Conquest Computers, Inc.

Dear Sir or Madam:

In reference to the above, I am transmitting herewith the following:

- Original and one copy of the proposed Articles of Incorporation;
- Designation of Place of Business and Appointment of resident Agent;
- Check in the amount of \$78.75;

If satisfactory, please furnish this office with one certified copy of the Articles of Incorporation. Thank you for your assistance in this matter.

Sincerely,

Gregory H. Fisher

GHF:bh
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CONQUEST COMPUTERS, INC.

ARTICLE I

NAME

The name of this corporation is CONQUEST COMPUTERS, INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States of America and of this state.

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have at any one time is 7500 shares of one class of voting stock, each share of which shall have a par value of \$1.00 per share.

ARTICLE V

ADDRESS

The initial registered office of this corporation is 2112 Sunnydale Boulevard, Suite K, Clearwater, FL 33765. The principal office and the name of the initial registered agent at such address is Michael Monroe. The principal office of the corporation is 2112 Sunnydale Boulevard, Suite K, Clearwater, FL 33765.

ARTICLE VI

CAPITALIZATION

The amount of capital with which the corporation shall begin business shall be \$1,000.00.

ARTICLE VII

DIRECTORS AND OFFICERS

The number of directors of the corporation shall be 2 in number which may be increased by vote of the shareholders but shall never be less than 1 nor more than 5. The name and address of each person who is to serve as a member of the Board of Directors and/or an officer and the number of shares subscribed by each, as set forth by their respective names, and who shall serve during the first year of the corporation's existence or until their successors are elected or appointed and qualified are as follows:

		<u>Shares</u>
President and Director:	David Kitchner	500
Secretary and Director:	Michael Monroe	500

ARTICLE VIII

SUBSCRIBERS

The names and address of the incorporator of this corporation is as follows:

Michael Monroe
2112 Sunnydale Boulevard
Suite K
Clearwater, FL 33765

ARTICLE IX

BY-LAWS

The by-laws of the corporation may be amended by a vote of the holders of two-thirds of the outstanding shares of the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 30 day of April, 2002.

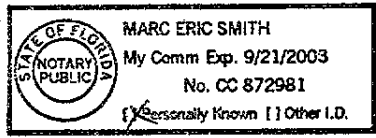

MICHAEL MONROE

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me personally appeared MICHAEL MONROE, who produced the following type of identification: _____, or to me well known to me to be the individual described in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 30th day of April, 2002.



Notary Public

Marc Eric Smith
Notary Printed Name

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

In Pursuance of Chapter 48.091, Florida Statute, the following in submitted in compliance with said Act:

That CONQUEST COMPUTERS, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at the City of Clearwater, County of Pinellas, State of Florida has named MICHAEL MONROE, whose address is 2112 Sunnydale Boulevard, Suite K, Clearwater, FL 33765, County of Pinellas, State of Florida, as its agent to accept process within this state.



DAVID KICHNER
President

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



MICHAEL MONROE

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