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Florida Department of State  
Division of Corporations  
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TALLAHASSEE, FLORIDA

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**To:**

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**From:**

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
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## FLORIDA PROFIT CORPORATION OR P.A.

pc works usa, inc.

Certificate of Status	0
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11-8-02  
[Signature]

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ARTICLES OF INCORPORATION

OF

PC WORKS USA, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PC WORKS USA, INC.

The principal place of business of this corporation shall be:

20015 West Oakmont Circle, Miami Lakes, FL 33015

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

This Instrument Prepared By:  
**LAW OFFICE OF RICHARD GONZALEZ, P.A.**  
407 Lincoln Road, Suite 4-E  
Miami Beach, Florida 33139  
FL Bar No. 0716642

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## ARTICLE II CAPITAL STOCK

The maximum number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock, each share having a par value of ONE DOLLAR (\$1.00). Authorized capital stock may be paid for in cash, services, property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

## ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

## ARTICLE V INITIAL REGISTERED AGENT

The street address of the initial registered office of this corporation is Richard Gonzalez, P.A., 407 Lincoln Road, Suite 4-E, Miami Beach, Florida 33139, and the name of the initial registered agent of this corporation at that address is, **RICHARD GONZALEZ, P.A.**

## ARTICLE VI INITIAL BOARD OF DIRECTORS

This corporation shall be conducted by a board and have two directors initially. The number of directors may be increased or decreased from time to time by the by-laws but shall never be less than one director. The name and address of the initial director of this corporation is:

**JUAN CARLOS ALVAREZ**

**20015 W. OAKMONT CIRCLE  
MIAMI LAKES, FL 33015**

**RAFAEL MUNOZ**

**20015 W. OAKMONT CIRCLE  
MIAMI LAKES, FL 33015**

#### ARTICLE VII INITIAL OFFICERS

The name of the initial officers are as follows:

<b>PRESIDENT:</b>	<b>JUAN CARLOS ALVAREZ</b>
<b>VICE-PRESIDENT</b>	<b>RAFAEL MUNOZ</b>
<b>TREASURER:</b>	<b>RAFAEL MUNOZ</b>
<b>SECRETARY:</b>	<b>JUAN CARLOS ALVAREZ</b>

#### ARTICLE VIII INCORPORATOR

The name and street address of the person signing these articles is:

<b>JUAN CARLOS ALVAREZ</b>	<b>20015 WEST OAKMONT CIRCLE MIAMI LAKES, FL 33015</b>
<b>RAFAEL MUNOZ</b>	<b>20015 WEST OAKMONT CIRCLE MIAMI LAKES, FL 33015</b>

#### ARTICLE IX DISTRIBUTION

The name and post office address of each subscriber of this Articles of Incorporation, and the number of shares of stock which each agrees to take and the sums subscribed to and paid are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
<b>JUAN CARLOS ALVAREZ</b>	<b>20015 WEST OAKMONT CIRCLE MIAMI LAKES, FL 33015</b>	<b>250</b>
<b>RAFAEL MUNOZ</b>	<b>20015 WEST OAKMONT CIRCLE MIAMI LAKES, FL 33015</b>	<b>250</b>

**ARTICLE X EFFECTIVE DATE**

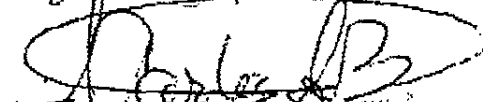
These Article of Incorporation shall be effective immediately upon approval by the Secretary of State of the State of Florida.

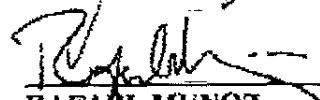
**ARTICLE XI AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of October, 2002.

Signature of Incorporators

  
\_\_\_\_\_  
JUAN CARLOS ALVAREZ

  
\_\_\_\_\_  
RAFAEL MUNOZ

STATE OF FLORIDA       )  
                                      ) SS  
COUNT OF MIAMI-DADE )

THE FOREGOING INSTRUMENT, was acknowledged before me 17<sup>th</sup> day of  
October, 2002, by Juan Carlos Alvarez and Rafael Munoz, who are personally known to me or  
who have produced FLORIDA DRIVERS LICENSE as  
identification and who did (did not) take an oath.



Marta T. Cabrera  
My Commission DD113880  
Expires May 01, 2006

Marta T. Cabrera  
NOTARY PUBLIC, STATE OF FLORIDA

MARTA T. CABRERA  
NAME OF OFFICER (PRINT OR TYPE)

My commission expires:

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TALLAHASSEE, FLORIDA

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## ARTICLES OF INCORPORATION FILING FEE:

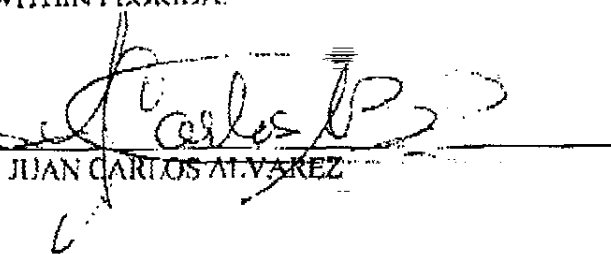
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT: PC WORKS USA, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED **RICHARD GONZALEZ, P.A.**, AS REGISTERED AGENT LOCATED AT 407 LINCOLN ROAD, SUITE 4-E, MIAMI BEACH, FLORIDA 33139 TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


SIGNATURE

  
 JUAN CARLOS ALVAREZ

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED

10/17/02

  
 RICHARD GONZALEZ, P.A., REGISTERED AGENT

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