

TRANSMITTAL LETTER

Oct. 17 2003

Department of State
Division of Corporations
P. O. Box 6527
Tallahassee, FL 32314

SUBJECT: XCEL COMPUTER TECHNOLOGIES, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

Return to:

FROM: F. B. ESTERGREN, P.A.
Name (Printed or typed)

P.O. DRAWER 2167

Address

FT. WATSON BEACH, FL 32549

City, State & Zip

1 850 243 0139 or 1 850 830 4268

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

FILED

XCEL COMPUTER TECHNOLOGIES, INC.

03 OCT 20 AM 9:46

ARTICLE I - NAME:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of this corporation is: XCEL COMPUTER TECHNOLOGIES, INC., hereinafter referred to as the "Corporation".

ARTICLE II - DURATION:

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE:

The Corporation is organized for the purpose of engaging in the Computer Sales business and for the purpose of transacting any or all other lawful business not inconsistent with Laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK:

The Corporation is authorized to issue 100,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS:

Every shareholder, upon the issuance of any new stock (including treasury stock) of the same kind, class or series as that which he or she already holds, whether for or without consideration, including but not limited to new stock or treasury stock issued as compensation to directors, officers, agents or employees, of the corporation or to satisfy conversion or option rights; shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the same price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT:

The principal office and street address of the Corporation is:
1146 Bay Court, Destin, FL 32541 and the mailing address is:
1146 Bay Court, Destin, FL 32541.

The name of the Registered Agent of the Corporation is:
STEVEN UPTON, and the street office address of such registered agent
and registered office of the Corporation is: 1146 Bay Court, Destin,
FL 32541.

ARTICLE VII - INITIAL BOARD OF DIRECTORS:

The Corporation shall have two directors initially. The
number of directors may be either increased or decreased
from time to time by the By-Laws but shall never be less than one.
The names and addresses of the initial directors of the Corporation
are: STEVEN UPTON, 1146 Bay Court, Destin, FL 32541.

JAMI UPTON, 1146 Bay Court, Destin, FL 32541.

ARTICLE VIII - INCORPORATOR:

The name and address of the person signing these Articles is:
STEVEN UPTON, 1146 Bay Court, Destin, FL 32541.,

ARTICLE IX - BY-LAWS:

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

ARTICLE X - SECTION 1244 STOCK:

It is the intent of this Charter that the directors may
sell the capital stock of the Corporation in accordance with
the conditions of Sections 1243-1244, inclusive, of the
Internal Revenue Code of 1954 as amended.

Having been named as registered agent to accept service of process for the above named corporation at the place designated in these Articles, I am familiar with and accept appointment as registered agent and agree to act in this capacity.

Steven Upton

Registered Agent-Steven Upton

10-16-03

Date

Steven Upton

Incorporator- Steven Upton

10-16-03

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA