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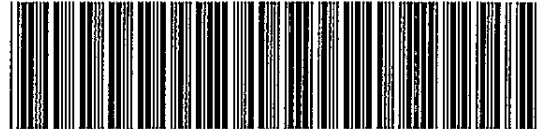
(Business Entity Name)

(Document Number)

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03 NOV -3 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FL 32304

FILED

LAW OFFICES OF
BATEH & CLARK

ABRAHAM I. BATEH, P.A.
ROSS T. CLARK
CHARLES R. BATEH

1558 SAN MARCO BOULEVARD
JACKSONVILLE, FLORIDA 32207-2998
TELEPHONE (904) 396-1300
FACSIMILE (904) 396-0743

October 22, 2003

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: TIPTOP COMPUTERS, INC.

Dear Sir or Madam:

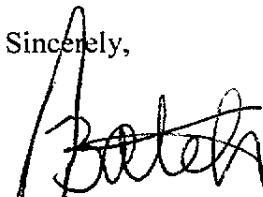
Enclosed is an original and copy of the Articles of Incorporation for the above-named corporation and a check in the amount of \$122.50 which represents the filing fee.

- | | | |
|----|----------------------|---------|
| 1. | Filing fee | \$35.00 |
| 2. | Certified Copy | \$52.50 |
| 3. | Registered Agent fee | \$35.00 |

Please file the original of the enclosed Articles of Incorporation and return a certified copy to our office.

Your prompt attention to this matter is greatly appreciated. If you have any questions, please do not hesitate to contact our office.

Sincerely,



Abraham I. Bateh

AIB/mam
Enclosure(s)

C: George A. Kishek

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
TIPTOP COMPUTERS, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I. NAME

The name of the corporation is TIPTOP COMPUTERS, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having par value of \$1.00 per share.

ARTICLE V. INITIAL REGISTERED OFFICE AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the corporation is 5711-17 Bowden Road, Jacksonville, Florida 32216, and the name of the initial registered agent at that address is George A. Kishek. The address of the principal office of the corporation is 5711-17 Bowden Road, Jacksonville, Florida 32216.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be modified from time to time, as provided by the By-Laws. The name and street address of the initial director is:

George A. Kishek, 5711-17 Bowden Road, Jacksonville, Florida 32216;

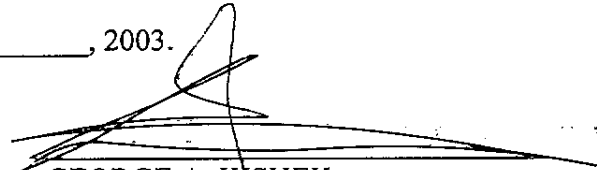
ARTICLE VII. INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is: George A. Kishek, 5711-17 Bowden Road, Jacksonville, Florida 32216. The incorporator of the corporation assigns to this corporation his rights under the pertinent provisions of the Florida Statutes to constitute a corporation, and he assigns to the person designated by the Board of Directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

ARTICLE VIII. AMENDMENTS

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon a shareholder is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of
Incorporation this 22 day of October, 2003.

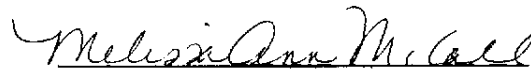

GEORGE A. KISHEK

Before me, the undersigned authority, personally appeared George A. Kishek, to me known to be the person who executed the foregoing Articles of Incorporation, and who is personally known to me and/or produced Florida Drivers Licenses as identification and acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 22 day of
October, 2003.



Melissa Ann McCall
MY COMMISSION # DD081445 EXPIRES
January 1, 2006
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public, State of Florida

My Commission Expires: 2006

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ACCEPTANCE OF DESIGNATION

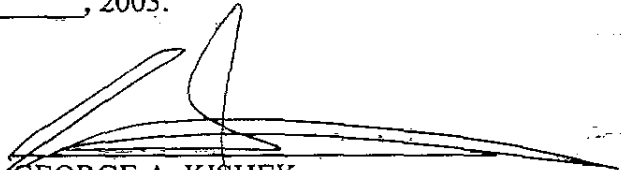
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Pursuant to Section 48.901, Florida Statutes, the following is submitted; SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. That TIPTOP COMPUTERS, INC., is desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation at Jacksonville, Duval County, Florida, and has named George A. Kishek, 5711-17 Bowden Road, Jacksonville, Florida 32216, as its agent to accept service of process within this State.

2. Having been named to accept service of process for the corporation named above, at the place designated in this Certificate, the undersigned agrees to act in that capacity and comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office.

Dated this 22 day of October, 2003.


GEORGE A. KISHEK
Registered Agent