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3-1-05

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3/7/05 ✓

## Transmittal Letter

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

SUBJECT: ComputeAbility, Inc.

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

\$131.25      Filing Fee, Certified Copy & Certificate

FROM:

J. Scott Liberto  
10372 Dorchester Drive  
Boca Raton, FL 33428-4207

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RECORDS OF THE STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
Of  
ComputeAbility, Inc.**

We, the undersigned hereby, organize for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes and the said State of Florida, providing for the formation, rights, privileges, immunities, and liabilities for profit.

**Article I - Name**

**EFFECTIVE DATE**  
3-1-05

The name of the corporation shall be: ComputeAbility, Inc.

**Article II- Principal Address**

The principal place of business shall be 10372 Dorchester Drive, Boca Raton, Florida 33428-4207.

**Article III - Duration**

The period of the corporation shall be perpetual, starting March 1, 2005 after the date of filing these Articles of Incorporation with the State of Florida, Department of State, Secretary of State, The corporation will use a calendar year of January 1 through December 31.

**Article IV - Purpose**

The purpose for which the corporation is organized for the purpose of any or all lawful business for which corporations may engage under the laws of the United States and the laws of the State of Florida.

**Article V - Capitalization**

The corporation shall have authority to issue 100 shares of common stock each share to have a par value of \$1.00. The shares shall be issued upon such terms as the Board of Directors may from time to time authorize. Stocks to be issued pursuant to these Articles of Incorporation shall be issued under the terms, provisions and conditions of the Internal Revenue Code and the laws of the State of Florida.

No stockholder of this corporation, formed under the laws of the State of Florida, shall be individually liable for the debts or liabilities of this corporation. No person holding shares in this corporation as collateral security shall be personally liable as stockholder.

**Article VI - Board of Directors**

The shareholders of this corporation may remove any director from office at any time with or without cause. The name and address of the director is as follows:

President: J. Scott Liberto, 10372 Dorchester Drive, Boca Raton, FL 33428  
Vice-President: J. Scott Liberto, 10372 Dorchester Drive, Boca Raton, FL 33428  
Secretary: J. Scott Liberto, 10372 Dorchester Drive, Boca Raton, FL 33428  
Treasurer: J. Scott Liberto, 10372 Dorchester Drive, Boca Raton, FL 33428

**Article VII - Place of Stockholder and Directors Meetings**

The meetings and place may be held within or without the State of Florida, in the manner provided by the by-laws.

**Article VIII - By Laws**

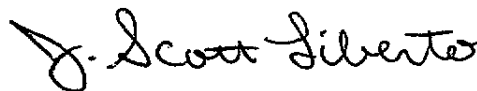
The Board of Directors is empowered to adopt, alter, amend, make or repeal the Bylaws of the Corporation without restrictions of their powers conferred by statute.

**Name and Address of Registered Agent**

The name and address of the initial Registered Agent is:

J. Scott Liberto  
10372 Dorchester Drive  
Boca Raton, Florida 33428-4207

**Signature of Registered Agent:**



**Name and Address of Incorporator:**

The name and address of the incorporator to these Articles of Incorporation is:

J. Scott Liberto  
10372 Dorchester Drive  
Boca Raton, FL 33428

The undersigned incorporator has executed these Articles of Incorporation this 24th day of February, 2005.



**Certificate of Designation of  
Registered Agent/Registered Officer**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned

corporation, organized under the laws of the State of Florida, submits, the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: **ComputeAbility, Inc.**

The name and address of the registered agent and office is:

J. Scott Liberto  
10372 Dorchester Drive  
Boca Raton, Florida 33428-4207

Having been designated as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am am familiar with and accept the obligation of my position as registered agent.

Signature of Registered Agent and Date:

*J. Scott Liberto* 2/24/05

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STATE  
OF FLORIDA