

ComputerMAXSM Warehouse Inc.

~~PG4000044394~~

August 21, 2002

Department of State
Division of Corporations
Corporate Filings
Tallahassee, Florida 32314

400007365834--2
-08/27/02--01030--004
*****35.00 *****35.00

Dear Sir/Madam:

Please find enclosed the amended articles of incorporations for ComputerMax Warehouse, Inc and the \$35.00 filing fee. If you any questions please call me at (407)-834-7000.

Sincerely,


Don Dempsey
CFO

FILED
02 SEP 13 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PG4000044394
Amended
Sep 8 AM
9-13-02

Fern Park Superstore: 6801 S. Hwy 17-92 • Fern Park, FL 32730 • Tel: (407) 834-7000 • Fax: (407) 834-7490

Jacksonville: 6950 Phillips Hwy. • Suite 7 • Building 1 • Jacksonville, FL 32216 • Tel: (904) 332-9909 • Fax: (904) 332-9910 • (800) 298-5554



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 3, 2002

DON DEMPSEY
6801 S. HWY 17-92
FERN PARK, FL 32730

SUBJECT: COMPUTERMAX WAREHOUSE, INC.
Ref. Number: P94000044394

We have received your document for COMPUTERMAX WAREHOUSE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Document Specialist

Letter Number: 502A00050809

**AMENDED ARTICLES OF INCORPORATION
OF
COMPUTERMAX WAREHOUSE, INC.**

**ARTICLE I
NAME**

The name of this corporation is **COMPUTERMAX WAREHOUSE, INC.**

The following amendment was adopted on May 3, 2002 by the board of directors and shareholder action was not required.

**ARTICLE II
NATURE OF BUSINESS**

This corporation is organized for the purpose of and engaging in and transacting in the general servicing, repair and selling computer hardware and software and any or all lawful business transactions permitted under the laws of state of Florida or any other state of the United States. General contractors primarily engaged in service and repair of computer hardware, software and computer programming, but not limited to, new projects, additions, alterations, of computers for home and business computer software.

To render service, purchase, or otherwise acquire goods and equipment for computer hardware and software maintenance for both residential and business purposes; all of the foregoing in this article shall be construed as both objects and powers of the subject corporation. The enumeration of powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

FILED
02 SEP 13 AM 8:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE III
CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of common stock having a par value of Five Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

**ARTICLE IV
TERM OF EXISTENCE**

The term for which this corporation shall exist shall be perpetual, commencing on the date of filing of these Articles.

**ARTICLE V
REGISTERED OFFICE AND AGENT**

The registered office of this corporation in the State of Florida is 6801 S. Highway 17-92, Fern Park, FL 32730 and the name of the registered agent of this corporation at that address is Rajendra Ramkhelawan. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

**ARTICLE VI
BOARD OF DIRECTORS**

This corporation shall have one (1) Director. The number of Directors may be increased or diminished, from time to time, by amendment to the By-laws, but in no event shall

the number of Directors be reduced below one (1). The names and addresses of the Director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Rajendra Ramkhelawan	6801 S. Highway 17-92, Fern Park, FL, 32730

ARTICLE VII INCORPORATOR

The name and address of the Incorporators of this corporation are:

Rajendra Ramkhelawan	6801 S. Highway 17-92, Fern Park, FL 32730
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ARTICLE VIII BY-LAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Laws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE IX AMENDMENTS

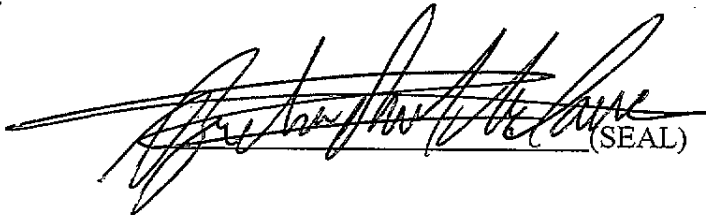
These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal or adopt By-Laws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any By-Laws made by them that such By-Law shall not be altered, repealed or amended by the Board of Directors.

ARTICLE X
INITIAL PRINCIPAL PLACE OF BUSINESS

The Principal Place of Business for this corporation will be:

6801 S. Highway 17-92, Fern Park, FL 32730

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person
competent to contract, has hereunto set his hand and affixed his seal this 3RD day of
MAY, 2002.

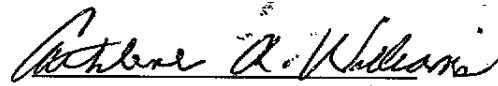
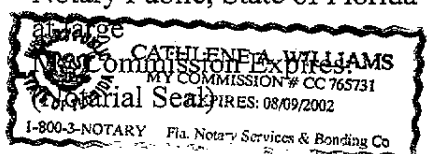

(SEAL)

STATE OF FLORIDA)
COUNTY OF ~~DUVAL~~

Seminole

BEFORE ME personally appeared Rajenper Ramkela Who produced to me for
identification Personally Known described in and who executed the foregoing Articles
of Incorporation of **COMPUTERMAX WAREHOUSE, INC.** and who executed the foregoing
Articles of Incorporation for the uses and purposes therein set forth.

WITNESS my hand and official seal at Jacksonville, Duval County, Florida, this 3rd day
of May, 2002.


Notary Public, State of Florida

1-800-3-NOTARY Fla. Notary Services & Bonding Co.