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P9 500000/3399

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

SUBJECT: BITS & BYTES COMPUTER SERVICES, INC.

Enclosed please find the original and one (1) copy of the
Articles of Incorporation for the above corporation and check
in the amount of \$122.50.

FROM: David E. Bailey, Jr., Esquire
400 North Pace Boulevard
Post Office Box 17687
Pensacola, Florida 32522
(904) 434-0253

FILED
1995 FEB 15 PM 2:35

RECEIVED
FEB 15 1995
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE

*2/10/95
329
P95-13399*



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1995

DAVID E. BAILEY, JR., ESQ.
P.O. BOX 17687
PENSACOLA, FL 32522

SUBJECT: BITS & BYTES CUSTOMER SERVICES, INC.
Ref. Number: W9500003115

We have received your document for BITS & BYTES CUSTOMER SERVICES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

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 (904) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 095A00005988

ARTICLES OF INCORPORATION
OF

BITS & BYTES COMPUTER SERVICES, INC.

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be:

Bits & Bytes Computer Services, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Bits & Bytes Computer Services, Inc.
400 North Pace Boulevard
Pensacola, Florida 32505

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares at a par value of \$10.00 per share. The whole or any part of the capital stock of this corporation shall be payable in lawful money of the United States of America, or property, labor or services at a just valuation to be fixed by the Directors. Property or labor may also be purchased with the capital stock at such valuation as shall be fixed by the Directors. The stock to be issued by this corporation shall be issued pursuant to Internal Revenue Code Section 1244.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

David E. Bailey, Jr., Esquire
400 North Pace Boulevard
Pensacola, Florida 32505

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TREASURY

ARTICLE V: INCORPORATORS

The name and street address of the incorporators to these Article of Incorporation are:

Kevin Lee Groomes
20054 Green Acres Drive
Hammond, Louisiana 70401

ARTICLE VI. PURPOSE

This corporation may engage in any business or activity permitted under the laws of the United States and this State. The general nature of business to be transacted by this corporation includes the following:

(a) To buy, sell, lease, sublease, and mortgage lands, buildings, equipment, or deal with real and personal property in every manner whatsoever as might be necessary or desirable in the daily conduct of corporate business.

(b) The corporation shall have the rights, power and privileges incidental to corporations under the laws of the State of Florida and to do all necessary acts in the conduct of the aforesaid business.

(c) To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, express, railroad, canal, telegraph, or cemetery company, a building

and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE VII. DIRECTORS

This corporation shall have one (1) director initially. This number may be changed from time to time by By-Laws adopted by the Board of Directors, but shall never be less than one.

ARTICLE VIII. INITIAL DIRECTORS

The name and address of the initial Board of Directors are as follows:

Kevin Lee Groomes
20054 Green Acres Drive
Hammond, Louisiana 70401

ARTICLE IX. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE X. ADDITIONAL PROVISIONS

The following provisions for the regulation of the business and for the conduct of the affairs of the corporation, and creating, dividing, limiting and regulating the powers of the corporation, its stockholders and directors are hereby adopted as a part of this Certificate of Incorporation.

(a) The Board of Directors from time to time shall determine whether and to what extent, and at what time and place, and under what conditions and regulations, the accounts and books of the corporation or any of them, shall be open to the inspection of the stockholders, and no stockholder shall have any right to inspect any account or document of the corporation, except as conferred by a statute or authorized by the Board of Directors, or by resolution of the stockholders.

(b) No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

(c) The director may prescribe a method or methods for replacement of lost certificates, and prescribe reasonable conditions by way of security upon the issuance of new certificates thereof.

(d) The original incorporator of the corporation shall have the right upon its organization to assign and deliver their subscriptions of stock, as set forth above, to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the corporation, who upon acceptance of such assignment, shall stand in lieu of the original incorporators, and assume and carry out all of the rights, liabilities and duties entailed by said subscriptions, subject to the laws of the State of Florida,

and the execution of the necessary instruments of assignments.

(e) No contract or other transaction between the corporation and any other corporation in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is director or officer or are directors or officers of such other corporation, and any director or directors, individually or jointly, may be party or parties to, or may be interested in any such contract or transaction of the corporation or in which the corporation is interested, and no contract, act or transaction of the corporation with any persons or persons, firm or corporation in the absence of fraud, shall be affected or invalidated by the fact that any director or directors of the corporation is a party or are parties to or interested in such contracts, act or transaction, or are in any way connected with such person or persons, firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the corporation for the benefit of himself/herself or any firm, association or corporation in which he or she may be in anyway interested. Any director of the corporation may vote upon any contract or other transaction between the corporation and subsidiary or

controlled company without regard to the fact that he or she also is a director of such subsidiary or controlled company.

ARTICLE XI. RESTRICTION ON SALE

The corporation may hereafter by By-Laws adopt reasonable restrictions on the sale of the stock of the corporation by stockholders.

The undersigned have executed these Articles of Incorporation this 2nd day of February, 1995.

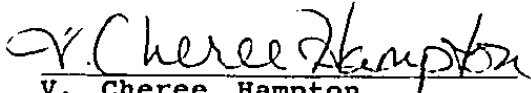

Kevin Lee Groomes
Incorporator

STATE OF FLORIDA

COUNTY OF ESCAMBIA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized by the State and County named above to take acknowledgments, personally appeared Kevin Lee Groomes who produced Louisiana Drivers License identification to authenticate his identity, executed the foregoing Articles of Incorporation within my presence.

WITNESS my hand and official seal this 2nd day of February, 1995.


V. Cheree Hampton
Notary Public-State of Florida
Commission No. CC075147
Commission Expires 2/16/95

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CERTIFICATE OF DESIGNATION REGISTERED AGENT
AND REGISTERED OFFICE

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.

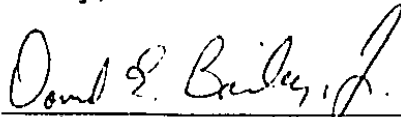
1 The name of the corporation is:

BITS & BYTES COMPUTER SERVICES, INC.

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

DAVID E. BAILEY, JR., ESQUIRE
400 North Pace Boulevard
Pensacola, Florida 32505

DATED this 2nd day of February, 1995.



David E. Bailey, Jr.
Florida Bar No. 0894044

HAVING BEEN NAMED AS THE 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 FUTURE AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE

OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE
OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED this 2nd day of February, 1995.

David E. Bailey, Jr.
David E. Bailey, Jr.

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