

FRANK P. NISI, JR. & ASSOCIATES, P.A.
ATTORNEYS AT LAW

205 EAST CENTRAL BLVD., SUITE 304 • ORLANDO, FLORIDA 32801 • (407) 422-5068 • FAX (407) 422-9166

February 24, 1995

Corporate Records Bureau
Division of Corporation
Department of State
Post Office Box 632
Tallahassee, FL 32314

PA 60000 17025

RE: Exchange Components, Inc.

Dear Representative:

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a Certificate of Acceptance as Registered Agent for service of process within this state for the above referenced corporation. I am forwarding a check in the amount of \$122.50 which covers the \$35.00 filing fee, \$52.50 for a certified copy of Certificate of Incorporation and \$35.00 for designation of registered agent.

Please endorse your approval of the Articles of Incorporation on the duplicate copy certified and return to the undersigned. Feel free to call if you should have any questions.

Sincerely,

Frank P. Nisi, Jr.

Frank P. Nisi, Jr.

FPN:ms

Enclosures

ARTICLES OF INCORPORATION
OF
EXCHANGE COMPONENTS, INC.

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

ARTICLE I - NAME

The name of the corporation shall be Exchange Components, Inc.

ARTICLE II - ADDRESS

The principal office and mailing address of this corporation shall be 6649 Amory Court #11, Winter Park, Florida 32792.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE V - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One thousand (1000) shares of \$1.00 par value common stock.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent of this corporation shall be:

Frank P. Nisi, Jr. & Associates, P.A.
205 E. Central Blvd., Ste. 304
Orlando, Florida 32801

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1).

The names and addresses of the initial directors and officers of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>	<u>Office</u>
Alan Herrington	5316 Old Cheney Highway Orlando, Florida 32807	President Secretary, Treasurer

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Alan Herrington, 5316 Old Cheney Highway, Orlando, Florida 32807.

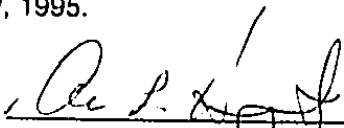
ARTICLE IX - BY-LAWS

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

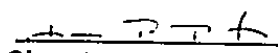
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 22nd day of February, 1995.



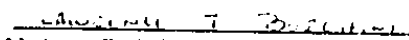
Alan Herrington, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 22nd day of February, 1995, by Alan Herrington, who is personally known to me or who has produced a Driver's License as identification and who did not take an oath.



Signature



Notary Public
My Commission Expires: 10-25-97



LAWRENCE P. BORGHINI
My Commission GC320283
Expires Oct. 25, 1997
Bonded by HAI
800-422-1965

Certificate of Acceptance as Registered Agent

Having been named as the registered agent in the Articles of Incorporation of Exchange Components, Inc., I hereby accept and agree to act in this capacity.

Frank P. Nisi, Jr. & Associates, P.A.

by Frank P. Nisi, Jr.
Frank P. Nisi, Jr., President

STATE OF FLORIDA
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 22nd day of February, 1995, by Frank P. Nisi, Jr., President, who is personally known to me or who has produced a Driver's License as identification and who did not take an oath.

Lawrence P. Borghini
Signature

LAWRENCE P. BORGHINI
Notary Public

My Commission Expires: 10-25-97



LAWRENCE P. BORGHINI
My Commission GC326283
Expires Oct. 25, 1997
Bonded by HAI
800-422-1555