



THE COMPANY CORPORATION

• Three Christina Centre • 201 N. Walnut Street • Wilmington, Delaware 19801 • Telephone (302) 575-0440 • Fax (302) 575-1346

P9500018547

February 23, 1995

Corporate Records Bureau
Division of Corporation
P.O. Box 6300
Tallahassee, FL 32314

RE: Palm Tree Computers Inc.
P3207320PAGAL

7000001427607
-03/13/95--01019--018
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find Articles of Incorporation, and our check(es) in the amount of \$70.00 for Palm Tree Computers Inc.

Please file at your earliest convenience and return confirmation to my attention at the address which is listed above.

Please feel free to contact me directly at 1-302-575-0440, ext. 208 with questions regarding the enclosed application.

Sincerely,

Kimberly Andras

enc.

FILED
95 MAR - 6 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAR - 8 1995

ARTICLES OF INCORPORATION
OF
Palm Tree Computers Inc.

FILED
95 MAR -6 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

FIRST: The name of the corporation shall be Palm Tree Computers Inc.

SECOND: The address of the initial registered office of the corporation is 200 - A John Knox Road, Tallahassee FL 32303-6643, County of Leon. The name of the registered agent located at said address is Larry Wolfe.

THIRD: The principal address of the corporation is 2040 Wells Rd. #5C; Orange Park FL 32073.

FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

FIFTH: The total authorized stock of this corporation is divided into 100 shares of no par value.

SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as directors until the first annual meeting of shareholders or until their successors are as follows:

Timothy N. Gallen

2040 Wells Road #5JC; Orange Park FL 32073

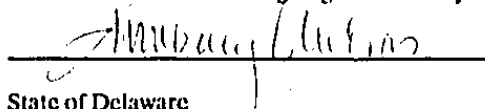
SEVENTH: The duration of the corporation is perpetual.

EIGHT: This is Close Corporation.

NINTH: The name(s) and address(es) of the persons who are to act as incorporator(s) are as follows:

Kimberly Andras c/o The Company Corporation
Three Christina Centre, 201 N. Walnut St., Wilmington DE 19801

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 23rd day of February, 1995.


State of Delaware

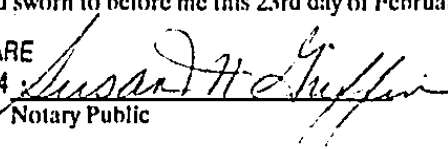
County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 23rd day of February, 1995 by Kimberly Andras.

NOTARY PUBLIC-DELAWARE

Appointed October 6, 1994

Term 2 Years


Notary Public

This document was prepared by Kimberly Andras, Three Christina Centre, 201 N. Walnut Street, Wilmington DE 19801 (302) 575-0440

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.**

In compliance with Section 607.1507, Florida Statutes, the following is submitted:

First, this Palm Tree Computers Inc.

desiring to organize under the laws of the state of Florida with its principal place of business located in the city of Orange Park, State of Florida, has named Larry Wolfe located at 200 - A John Knox Road, Tallahassee FL 32303-6643 as its agent for service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Larry Wolfe

2/23/95

Date _____