

P95000026646

Law Office
JOSEPH GIAMBALVO
1012 Drow Street
Clearwater, Florida 34615
Phone (813) 461-4041 • Fax (813) 443-3443

March 27, 1995

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

FILED
MAR - 4 PM '95
TALLAHASSEE, FLORIDA
STATE

RE: MANATEE BUSINESS MACHINES, INC.

800001448358
-04/06/95--01041--028
****122.50 ****122.50

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for Manatee Business Machines, Inc. Also enclosed is our check in the amount of \$ 122.50 to cover the following:

Corporation Filing Fee -	\$ 35.00
Certified Copy -	\$ 52.50
Registered Agent -	\$ 35.00
TOTAL	\$ 122.50

The original and one copy of the Certificate of Registered Agent is also enclosed.

We request that you return to us the Charter and a copy of the Certificate of Registered Agent.

Thank you for your cooperation. If you have any questions regarding this matter, please do not hesitate to contact me.

Very truly yours,


JOSEPH GIAMBALVO

JG/pfm

Enclosures

ST
11/14

ARTICLES OF INCORPORATION
OF
MANATEE BUSINESS MACHINES, INC.
(A Profit Corporation)

95 APR -4
FILED
SECRETARY OF STATE
TALLAHASSEE

The undersigned subscribers to these Articles of Incorporation hereby form a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of the Corporation shall be:

MANATEE BUSINESS MACHINES, INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

(a) To repair and sell fax machines, copy machines, and printers.

(b) To acquire by purchase, lease, or otherwise, lands and interests in lands, and to own, hold, improve, develop, and manage any real estate so acquired, and to erect, or cause to be erected on any lands owned, held or occupied by the Corporation, buildings, or other structures, public or private, with their appurtenances, and to manage, operate, lease, rent, rebuild, enlarge, alter, or improve any buildings, or other structures, now or hereafter erected on any lands so owned, held, or occupied, and to encumber or

dispose of any lands or interest in lands, and any buildings or other structures, at any time owned or held by the Corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise use and operate real estate of all kinds, improved or unimproved, and any right or interest therein.

(c) To engage in the retail, wholesale and manufacturing business in any and all fields and to do all things necessary to engage in any type of business generally.

(d) To acquire by purchase, lease, manufacture, or otherwise any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held, or occupied by the Corporation and to invest, trade, and deal in any personal property deemed beneficial to the Corporation and to lease, rent incumber or dispose of any personal property at any time owned or held by the Corporation.

(e) To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

(f) To purchase the corporate assets of any other

Corporation and engage in the same or other character of business, including repurchase of its own shares.

(g) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other Corporation of the State of Florida or any other state of government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

(h) To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purpose, without limit as to amount, with any person, firm, association, or Corporation, and to transact any further and other business necessarily connected with the purposes of this Corporation, or calculated to facilitate the same, including a purchase of its own shares.

(i) To carry on any or all of its operations and businesses to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount, and to have, use, exercise and enjoy all of the general powers of like corporations.

(j) To engage in any and all lawful business, trades occupations and professions.

(k) To do any or all of the things herein set forth to the same extent as natural persons might or could do, and in any part of the world as principals, agents, contractors, or otherwise, alone or in company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the businesses or acts above-named.

(l) Any other lawful business.

The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Article, but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is seven hundred - fifty (750) shares of common stock, each having the par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services or property, at a just value to be fixed by the Board of Directors of the Corporation.

ARTICLE V - PRINCIPAL OFFICE OF CORPORATION

The principal place of business and mailing address of the office of this Corporation is: 124 Shore Drive Place, Oldsmar, Florida, 34677.

ARTICLE VI - ADDRESS OF REGISTERED AGENT

The name and address of the initial registered agent of this Corporation is: John A. Brown, 124 Shore Drive Place, Oldsmar, Florida, 34677.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The business of the Corporation shall be managed initially by a Board of two (2) Directors. The number of Directors may be, as provided for by the By-Laws and adopted by the Shareholders, increased or decreased, with one (1) Director being sufficient to constitute the Board. The name and address of the initial Directors of this Corporation:

Mark S. Kowal	3178 Whispering Drive South Largo, FL 34641
John A. Brown	124 Shore Drive Place Oldsmar, FL 34677

ARTICLE VIII - ADOPTION OF BY-LAWS

The initial Board of Directors shall prepare and adopt the by-laws of the corporation. The By-Laws of the corporation may contain any provision for the management of the business of the corporation and regulating the affairs of the

corporation that is not inconsistent with law or these Articles of Incorporation. The Board of Directors of the corporation may adopt by-laws to be effective in emergency situations. The emergency by-laws are subject to amendment or repeal by the shareholders and they may make provision for managing the corporation during an emergency including:

- a. procedures for calling meeting for Board of Directors
- b. quorum requirement for meeting
- c. designation of additional or substitute directors

ARTICLE IX - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation:

Mark S. Kowal	3178 Whispering Drive South Largo, FL 34641
John A. Brown	124 Shore Drive Place Oldsmar, FL 34677

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Shareholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

ARTICLE XI - PREEMPTIVE RIGHTS

Each Shareholder of this Corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this Corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this Corporation, in the ratio that the number of shares they hold at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the Corporation stating the prices, terms and conditions of the issue of shares and inviting him to exercise his preemptive rights. This right may also be waived by affirmative written waiver submitted by the Shareholder to the Corporation within thirty (30) days of receipt of notice from the Corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of March, 1995.

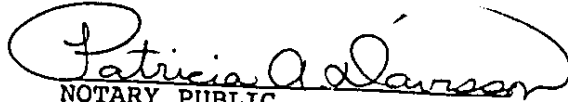
Mark S. Kowal
MARK S. KOWAL

John A. Brown
JOHN A. BROWN

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a notary public authorized to take
acknowledgments in the State and County set forth above,
personally appeared Mark S. Kowal and John A. Brown, who are
personally known to me or who presented the following
identification: Fl. Drivers License to me, and who, did
take an oath, who acknowledged before me that they executed
these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid
this 28th day of March, 1995.


NOTARY PUBLIC
Patricia A. Davisson:

My Commission Expires:



PATRICIA A. DAVISSON
MY COMMISSION # CC296601 EXPIRES
July 18, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / 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:

MANATEE BUSINESS MACHINES, INC.

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

JOHN A. BROWN
124 SHORE DRIVE PLACE
OLDSMAR, FLORIDA 34677

Mark S. Kowal
MARK S. KOWAL, INCORPORATOR

John A. Brown
JOHN A. BROWN, INCORPORATOR

Date: 3/28/95

Date: 3/28/95

HAVING BEEN NAMED 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

John A. Brown
JOHN A. BROWN

DATE: 3/28/95

FILED
95 APR - 11
STATE OF FLORIDA
TALLAHASSEE

Law Office
JOSEPH GIAMBALVO
1012 Drew Street
Clearwater, Florida 34615
Phone (813) 461-4041 • Fax (813) 443-3443

October 30, 1995

P95000026646

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

RE: MANATEE BUSINESS MACHINES, INC.

300001630913
-11/07/95--01062--012
*****35.00 *****35.00

Dear Madam or Sir:

Enclosed please find the original and one copy of the Certificate of Change of Registered Agent/Registered Office for MANATEE BUSINESS MACHINES, INC. Also enclosed is my firm's escrow check in the amount of \$ 35.00 to cover the filing fees.

The original and one copy of the Certificate of Resignation and Acceptance of Resignation is also enclosed.

I appreciate your cooperation in this matter. If you have any questions, please do not hesitate to contact me.

Very truly yours,


JOSEPH GIAMBALVO

JG/pfm

Enclosures

95 NOV -6 PM 4:28
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TLL NOV 8 1995

RECEIVED
DIVISION OF REVENUE
35 NOV 1995 PM 4:28

CERTIFICATE OF CHANGE OF
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0502, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in changing the designated registered office / registered agent, in the State of Florida.

1. The name of the Corporation is:

MANATEE BUSINESS MACHINES, INC.

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

JOHN A. BROWN
124 SHORE DRIVE PLACE
OLDSMAR, FLORIDA 34677

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

MARK S. KOWAL
3178 WHISPERING DRIVE SOUTH
LARGO, FLORIDA 34641

4. The street address of the registered office and the street address of the business office of the registered agent will be identical.

5. The change of registered agent and office was authorized by resolution and duly adopted by the Board of Directors of MANATEE BUSINESS MACHINES, INC., on October 24, 1995.

Mark S. Kowal
MARK S. KOWAL, DIRECTOR

Date: 10/31/95

HAVING BEEN NAMED 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 I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Mark S. Kowal
MARK S. KOWAL

DATE: 11/3/95