

P950000284
BBS

Ballon Business Services

April 4, 1995

DIVISION OF CORPORATIONS
THE CAPITOL
Tallahassee, Florida 32301

Attn: Secretary of State

Dear Sir:

Enclosed please find Articles of Incorporation for the following corporation:

P C WORKS INTERNATIONAL INC.

We have also enclosed a check made payable to Secretary of State in the amount of ~~\$100.00~~ to cover the filing fees for this corporation. **\$105.00**

If any additional fees are due, please contact this office for payment. Please mail the approved Articles of Incorporation and assigned Charter No. to the address indicated below.

Yours truly,

Judith M. Ballon
Judith M. Ballon

Encs. (2)

P.S. Please send a certified copy of the filing of the articles.

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ARTICLES OF INCORPORATION
OF
P C WORKS INTERNATIONAL INC.

95 APR -6 PM 10 24
FILED
SEC. OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is P C WORKS
INTERNATIONAL INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following
purposes:

To engage in any activity or business permitted
under the laws of the United States and of the State of
Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500
shares of capital stock of the Par Value of \$1.00 which
shall be designated "Common shares", and all of which shall
have the same rights and privileges.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any
new stock of this corporation of the same kind, class or

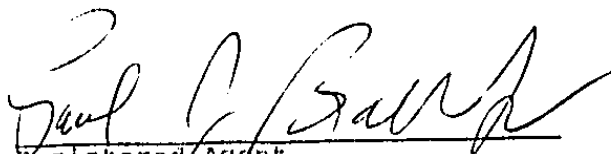
Series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE AND REGISTERED AGENT
AND REGISTERED ADDRESS,

The principal office and mailing address of this corporation is **6610-B EAST FOWLER AVE., TAMPA, FL. 33617**

The name and address of the Initial Registered Agent of this corporation is **PAUL J. BALLON, JR.**

. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent"


Registered Agent
Paul J. Ballon, Jr.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have TWO director(s) initially. The numbers of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

PAUL J. BALLON, JR.
9118 PEBBLE CREEK DRIVE
TAMPA, FL. 33647

JUDITH M. BALLON
9118 PEBBLE CREEK DRIVE
TAMPA, FL. 33647

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is JUDITH M. BALLON, 9118 PEBBLE CREEK DRIVE, TAMPA, FLORIDA, 33647.

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.

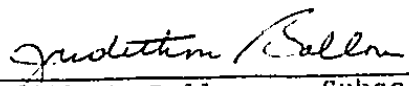
ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - 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 subscriber has executed these Articles of Incorporation this 4th day of APRIL, 1995.



Judith M. Ballon Subscriber

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public, authorized to take
acknowledgements in the State and County aforesaid above,
personally appeared **Judith M. Ballon**
and personally known to me, or who presented a valid Driver's
license, and who did (did not) take and oath, and who did
acknowledge before me that he executed these Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereto set my hand
and affixed my official seal, in the State and County aforesaid,
this 4th day of APRIL 1995

Linda D. McCombs
NOTARY PUBLIC,
State of Florida at Large

My Commission Expires: 7/17/98



LINDA D. McCOMBS
COMMISSION # 393168
EXPIRES JUL 17, 1998