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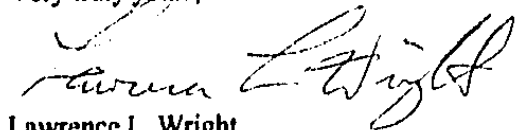
RE: PC-Asist, Inc.

Gentlemen:

Enclosed is an original and a copy of the Articles of Incorporation for the above referenced company and a copy of the Certificate of Domicile.

Also enclosed is our check in the amount of \$70.00 to cover the various fees. Please send an acknowledgment of receipt of these monies.

Very truly yours,



Lawrence L. Wright

Lawrence L. Wright P.A., Inc.
11350 66th St. N. Suite 108
Largo, FL. 34643

FILED
95 MAY -8 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN MAY 11 1995

ARTICLES OF INCORPORATION

OF

PC-Asist, Inc.

FILED
95 MAY -8 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. NAME: The name of this corporation is: PC-Asist, Inc.
2. DURATION: The period of its duration is perpetual.
3. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and of Florida.
4. CAPITAL STOCK: The corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.
5. INITIAL REGISTERED AGENT AND OFFICE: The street address of its initial registered agent is: Lawrence L. Wright and the name of its initial registered agent at said address is:
Lawrence L. Wright
C/O Marketplace Travel
6966 22nd Ave. N.
St. Petersburg, FL. 33710
6. MAILING ADDRESS OF CORPORATION: The complete mailing address of the Corporation is:
PC-Asist, Inc.
C/O Marketplace Travel
6966 22nd Ave. N.
St. Petersburg, FL. 33710
7. INITIAL BOARD OF DIRECTORS: This corporation shall have one director, initially, and the name and address of the initial director is: Lawrence L. Wright at
PC-Asist, Inc.
C/O Marketplace Travel
6966 22nd Ave. N.
St. Petersburg, FL. 33710
8. INCORPORATOR: The name and address of the person signing these Articles of Incorporation is:
Lawrence L. Wright at:
C/O Marketplace Travel
6966 22nd Ave. N.
St. Petersburg, FL. 33710

9. ~~EFFECTIVE DATE~~: These Articles are to be effective upon receipt.

DATED: April 27, 1995

[Signature]

STATE OF FLORIDA
COUNTY OF PINELLAS

I hereby certify, that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Lawrence L. Wright, to me known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this April 27, 1995.

Kathleen Ann Markovitch
NOTARY PUBLIC
My Commission Expires: 7/5/97



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICES OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That PC-Asist, Inc. , desiring to organize under the laws of the State of Florida with its principle offices located, as indicated in the Articles of Incorporation in the City of St. Petersburg, County of Pinellas, State of Florida, has named Lawrence L. Wright located at 6966 22nd Ave. N., in the City of St. Petersburg, County of Pinellas, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

BY: *[Signature]*
(Resident Agent)