

P95000051854

Eugene F. Parke
4161 N.W. 2nd Street
Delray Beach, FL 33445
June 16, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee,, FL 32314

700001516427
-06/19/95--01037--005
****122.50 ****122.50

Dear Sir or Madam:

Please find enclosed one(1) original and two(2) copies of Articles of Incorporation for "Parke Place Computers, Inc.", and a check made out to The Secretary of State in the total amount of \$122.50, covering filing fees of \$35.00, and \$35.00 for registered agent and \$52.50 to receive certified copies of the Articles of Incorporation.

Your attention to this matter is greatly appreciated and I await your response to my application for incorporating "Parke Place Computers, Inc.", as a legal corporate entity doing business in the State of Florida.

Sincerely,


Eugene F. Parke

SHARON L. TALA

JUL -5 1995

95 JUL -5 PM 4:11
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

W95-12710

5/7/5



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 22, 1995

EUGENE PARKE
4161 N.W. 2ND ST.
DE'RAY BEACH, FL 33445

SUBJECT: PARKE PLACE COMPUTERS, INC.
Ref. Number: W95000012710

We have received your document for PARKE PLACE COMPUTERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 995A00030647

ARTICLES OF INCORPORATION
OF
PARKE PLACE COMPUTERS, INC.

FILED
95 JUL -5 PM 4:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I - NAME

The name of this corporation shall be Parke Place Computers, Inc.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The Corporation may 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 1000 shares of Common Stock with .01 par value.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this Corporation will commence business shall be One Hundred Dollars (\$100.00).

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent at the registered office of this Corporation is Eugene F. Parke, 4161 NW 2nd Street, Delray Beach, FL 33445.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director initially. The number of Directors may be increased or diminished from time to time by the by-laws but shall never be less than one (1) or more than five (5). The name and address of the initial Director of this Corporation is: Eugene F. Parke
4161 NW 2nd Street
Delray Beach, FL 33445

ARTICLE VIII - STOCKHOLDERS' MEETINGS

The time and place of the annual stockholders' meeting shall be fixed and prescribed for in the by-laws and notice of same shall be given in one of the methods provided by law. Any meeting of the stockholders may be held within or without the State. Any stockholder may waive notice of the time, place and purpose of the meeting, either before or after such meeting.

ARTICLE IX - OFFICERS

The officers of this corporation shall be a President, a Secretary, Treasurer and such other officers and agents as may be necessary. All officers and agents, and factors as may be deemed necessary, shall be chosen in such terms, and have such powers and duties as may be prescribed in the by-laws or determined by the Board of Directors.

ARTICLE X - BY-LAWS

The by-laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XII - INITIAL PLACE OF BUSINESS

The street address of the initial place of business will be located at: 4161 NW 2nd Street, Delray Beach, FL 33445, or such other address as the Directors may so designate from time to time.

ARTICLE XIII - POWERS

This Corporation shall have the following powers:

A. To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or any other manner reproduced.

B. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property or any interest therein wherever situated.

C. To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of the property and assets.

D. To lend money to and use credit to assist the officers and employees in accordance with Florida Statute 607.141.

E. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in, and with, shares or other interests in, or obligations of other domestic or foreign corporations, associates, partnerships, or individuals, or direct or indirect obligations of the United States or of any other Government, State, Territory, Governmental District, or Municipality or any instrumentality thereof.

F. To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.

G. To lend money for corporate purposes, invest and reinvest its funds, and to take and hold real and personal property as security for the payment of the funds so loaned or invested.

H. To conduct its business, carry on the operations, and have offices and exercise the powers granted by the Florida Statute 607 within or without this state.

I. To elect or appoint officers and agents of the corporation and define their duties and to fix their compensation.

J. To make and alter the by-laws, not inconsistent with these Articles of Incorporation or laws of the State of Florida, for the administration and regulation of the affairs of the corporation.

K. To make donations for the public welfare or for charitable, scientific, or educational purposes.

L. To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

M. To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries.

N. To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust, or other enterprise.

O. To have and exercise all powers necessary or convenient to affect the purposes of the corporation.

ARTICLE XIV - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Eugene F. Parke
4161 NW 2nd Street
Delray Beach, FL 33445

ARTICLE XV - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the Stockholders is subject to this reservation, by a vote of the majority of the shareholders.

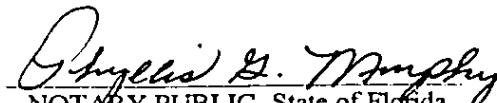
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of June, 1995.


Eugene F. Parke

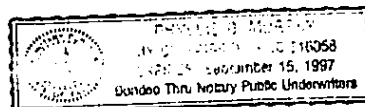
STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Eugene F. Parke, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of Parke Place Computers, Inc. and they acknowledged before me that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15 day of June, 1995.


NOTARY PUBLIC, State of Florida

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned individual hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 15th day of July, 1995.


Eugene F. Parke - Registered Agent

FILED
JUL - 5
1995
TALLAHASSEE
FLORIDA