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FLORIDA DIVISION OF CORPORATIONS
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ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 67-

FAX: (904) 922-4000

CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: COMPU PRO CORPORATION

FAX AUDIT NUMBER: H96000002860

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/28/1996

TIME REQUESTED: 15:31:46

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5

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ACCOUNT NUMBER: 072450003255

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95 FEB 29 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA DIVISION OF CORPORATIONS

96 FEB 29 AM 8:13

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ARTICLES OF INCORPORATION
OF
COMPU PRO CORPORATION

ARTICLE I
NAME

The name of this corporation is: COMPU PRO CORPORATION

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is: 6416 Southwest 5th Terrace,
Florida City, Florida 33034.

ARTICLE III
DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of
these Articles of Incorporation with the Florida Department of State, Division of Corporations,
Tallahassee, Florida.

ARTICLE IV
PURPOSE

This corporation is organized for the purpose of transaction any and all lawful business.

Bared & Assoc.
3191 Coral Way
Miami, FL 33145
(305) 443.6163
FL. Bar NO. 739405
Pablo R. Bared, Esq.

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93 FEB 23 AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue One Hundred 100 shares of \$1.00 par value common stock.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is *646 Southwest 5th Terrace, Florida City, Florida 33034* and the name of the registered agent of this corporation is *Jaser Hernandez*.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director(s) initially. The number of directors may be either increased or diminished from time to time by the Bylaws of this corporation but shall never be less than one. The name and address of the initial director(s) of this corporation is/are:

Jaser Hernandez, President, Vice President, Secretary and Treasurer

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: *Jaser Hernandez, of 646 Southwest 5th Terrace, Florida City, Florida 33034.*

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ARTICLE IX

BYLAWS

The powers to adopt, alter, amend or repeal the Bylaws shall be vested in the Board of Directors.

ARTICLE X

INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the laws of the State of Florida.

ARTICLE XI

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 28th day of February, 1996.


Jaser Hernandez, Incorporator

SWORN TO AND SUBSCRIBED before me, a Notary Public, in and for the State of Florida at Large, on this 28th day of February, 1996.


NOTARY PUBLIC
State of Florida at Large

My commission expires:



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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for COMPU PRO CORPORATION, at place designated in the Articles of Incorporation, *Jaser Hernandez* agrees to act in this capacity and agrees to comply with the provisions of Section 48.091, Fla. Stat. (1981) relative to keeping open such office until such time as he shall notify the corporation of his resignation.

DATED in Miami, Dade County, Florida on February 28, 1996.



Jaser Hernandez

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28 FEB 29 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PREPARED BY:
Pablo R. Bared, Esq.
Florida Bar No.: 739405
Bared & Associates, P.A.
Madison Circle Building, Third Floor
3191 Coral Way
Miami, Florida 33145
(305) 443-6163

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PUBLIC ACCESS SYSTEM
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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3694
FAX: (305) 541-3770
DOCUMENT TYPE: BASIC AMENDMENT

NAME: COMPU PRO CORPORATION
FAX AUDIT NUMBER: H96000004528 CURRENT STATUS: REQUESTED
DATE REQUESTED: 03/29/1996 TIME REQUESTED: 10:39:58
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2 METHOD OF DELIVERY: FAX
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FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 29, 1996

COMPU PRO CORPORATION
6416 SOUTHWEST 5TH TERRACE
FLORIDA CITY, FL 33034

SUBJECT: COMPU PRO CORPORATION
REF: P96000018661

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If you have any questions concerning the filing of your document, please call (804) 487-6902.

Linda Stitt
Corporate Specialist

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Letter Number: 596A00014607

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CLERK

**ARTICLES OF AMENDMENT
OF COMPU PRO CORPORATION**

1. Article I of the Articles of Incorporation of COMPU PRO CORPORATION which was filed on February 28, 1996, is hereby amended to read as follows:

"Article II, The principal place of business for this corporation is: 646 Southwest 5th Terrace, Florida City, Florida 33034.

2. The foregoing amendment was adopted by the shareholders of this corporation on the 28th day of March, 1996.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 28th day of March, 1996.


JASER HERNANDEZ, President/Secretary

STATE OF FLORIDA)
)SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared JASER HERNANDEZ, President, known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed those Articles of Amendment of the purpose therein stated.

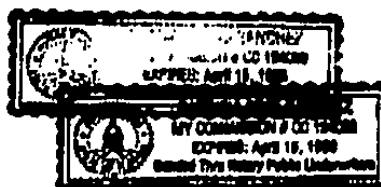
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 28th day of March, 1996.


Notary Public
State of Florida at Large

My Commission Expires:

(Seal)

Prepared by:
Pablo Bared, Esq.
3191 Coral Way 3rd Floor
Miami, FL 33145
(305) 443-6163



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825400004528