

A PROPERSIONAL ASSOCIATION
1970 MICHIGAN AVENUE, BUILDING C

PORT OFFICE ROS, 1888 COCOA, FLORIDA SESSI-1888

VRITOR M. WATBON T JOHN L. BOILBAU T JOBENH R. DELEO STAUY L. BURGETT DAYID N. GI,ASBMAN TBUARD CENTIFIED IN REAL PROPARTY LAW

TELEPHONE (407) 631-1650

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February 29, 1996

SDC01017731163: -03/04/96--01095--010 \*\*\*\*122.50

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

Re: Computer Products and Services, Inc. Our File No. 96-7211

#### Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office to be filed. Also enclosed herewith please find this firm's check in the amount of \$122.50, to cover the requisite fee for filing the above-referenced corporation. Please provide the undersigned with a certified copy of the Articles after same have been filed.

Thank you.

Very graly yours,

Stacy L. Burgeti

SLB/cm

Enclosures

#### ARTICLES OF INCORPORATION

OF

# COMPUTER PRODUCTS AND SERVICES, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

#### Article I - Name

The name of this corporation shall be: COMPUTER PRODUCTS AND SERVICES, INC.

#### Article II - Principal Office

The principal place of business and mailing address of this corporation shall be:

1666 Deck Court N.W. Palm Bay, FL 32907

## Article III - Term of Existence

This corporation is to exist perpetually.

## Article IV - Nature of Business

The purpose of this corporation is to engage in the business of providing computer products and services to the public and any other business lawful under the laws of the State of Florida.

# Article V - Capital Stock

The number of shares of stock that this corporation is

authorized to have outstanding at any one time is one hundred (100) shares of no par value common stock. The consideration to be paid for each share shall be set by the shreaholders. The shares of this corporation are not to be divided into classes.

Article VI - Initial Registered Agent and Street Address
The name and address of the initial registered agent is:

Donna M. Maslovsky 1666 Deck Court, N.W. Palm Bay, FL 32907

#### Article VII - Directors

The corporation will have one (1) director initially. The number of directors may either be increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law but shall never be less than one (1). The name and address of the initial director is:

Donna M. Maslovsky 1666 Deck Court, N.W. Palm Bay, FL 32907

The name and address of the incorporator to these Articles of Incorporation is:

Donna M. Maslovsky 1666 Deck Court, N.W. Palm Bay, FL 32907

The undersigned incorporator has executed these Articles of Incorporation this \_\_\_\_\_ day of February, 1995.

Donna M. Maslovsky

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 of the 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 Computer Products and Services, Inc.
- 2. The name and address of the registered agent and office is:

Donna M. Maslovsky 1666 Deck Court, N.W. Palm Bay, FL 32907

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.

Donna M. Maslovsky

Date 2-24-94

#### **ACKNOWLEDGMENT**

STATE OF FLORIDA COUNTY OF BREVARD

The	foregoing	Articles	of	Incorporation	was	acknowle	dged
before me	this 26th	day of Fe	ebru	ary, 1996, by D	onna	M. Masloy	ńky.
who is per	sonally kn	own to me	or w	ho has produced	Flor	rida Drivers	í
License			as	identification	and	who XIIIX	(dia
not) take	an oath.						

Notary Public:

STITH M. DICKEY

TO CAME WITH # CC 811881

TO Notary Public Underwite

JUDITH M. DICKEY MY COMMISSION & CC 511951 EXPIRES: November 29, 1999 Bonded Thru Notary Public Underwife

# W. Whether bene-City/State/Zip Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Corporation Name) (Document #) Pick up time Certified Copy Will wait Mail out Photocopy Certificate of Status WENEW FILINGS AMENDMENTS THE 300002205353--5 -06/09/97--01029--021 \*\*\*\*\*35.00 \*\*\*\*\*35.00 Profit Amendment NonProfit Resignation of R.A., Officer/ Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION QUALIFICATION Annual Report Verify or Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement W.P. Verilyer Trademark Other Examiner's Initials CR2E031(1/95)

#### ARTICLES OF DISSOLUTION

of

#### COMPUTER PRODUCTS & SERVICES, INC.



2. Dissolution of the Corporation was authorized on June 2, 1997.

3. The shareholders of the Corporation authorized and approved the dissolution of the Corporation by Unanimous Consent of Shareholders, a copy of which is attached hereto as Exhibit A, and the number of votes cast for dissolution was sufficient for approve.

COMPUTER PRODUCTS & SERVICES, INC.

By: China M. Maslovsky, President

DATED, this 2 day of UN 1997.

# UNANIMOUS CONSENT OF SOLE SHAREHOLDER of COMPUTER PRODUCTS & SERVICES, INC.

The undersigned, being the sole shareholder of COMPUTER PRODUCTS & SERVICES, INC. (the "Corporation"), a Florida corporation, pursuant to Section 607.0704 of the Florida Business Corporation Act, hereby approves and adopts the following resolutions in lieu of meeting, as of the date written below.

WHEREAS, in the judgment of sole shareholder of the Corporation it is deemed advisable and in the best interests of the shareholder that the Corporation be dissolved, its business wound up, and any remaining assets distributed to the shareholder;

NOW, THEREFORE, BE IT

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take any and all actions and to sign on behalf of the Corporation any and all documents necessary for the dissolution of the Corporation, which dissolution shall be effective upon filing of Articles of Dissolution by the Secretary of State of the State of Florida, to deliver such Articles of Dissolution to the Secretary of State of the State of Florida for filing, to otherwise effectuate and consummate the dissolution of the Corporation, and to take any and all actions necessary to wind up and liquidate the business and affairs of the Corporation, including, but not limited to, distributing any remaining assets of the Corporation to the sole shareholder of the Corporation.

SOLE SHAREHOLDER:

Date: \_\_\_\_\_\_\_\_, 1997\_\_\_\_\_\_\_, 1997

Donna M. Maslovsky