

P96000021732

Secretary of State  
Division of Corporations  
P.O. Box 6237  
Tallahassee, FL 32314

RE: Lightning Computers, Inc.

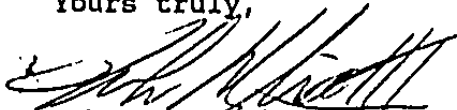
100001735461  
-03/07/96--01051--007  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the Filing Fees and Fee for Registered Agent Designation for the above named corporation.

Yours truly,

  
John A. Magliano III

Enclosure

FILED  
96 MAR -7 AM 10:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3-11-96  
(K)

ARTICLES OF INCORPORATION  
OF  
LIGHTNING COMPUTERS, INC.

The undersigned subscriber(s) to these Articles of Incorporation, being a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: Lightning Computers, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Hundred shares (100) of One Dollar(s) (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The mailing address of the principal office of the corporation is:

P.O. BOX 15717  
TAMPA, FL 33684-5717

The name and street address of the Initial Registered Agent of this Corporation is:

John A. Magliano III  
4814 North Grady Avenue  
Tampa, FL 33614

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) are as follows:

John A. Magliano III  
4814 North Grady Avenue  
Tampa, FL 33614

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99 MAR - 7 AM 10:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The names and addresses of the officer(s) of this corporation are:

John A. Magliano III  
PRESIDENT, DIRECTOR and REGISTERED AGENT  
4814 North Grady Avenue  
Tampa, FL 33614

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporator(s) signing these Articles of Incorporation are as follows:

John A. Magliano III  
4814 North Grady Avenue  
Tampa, FL 33614

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 15<sup>th</sup> day of ~~FEBRUARY~~ <sup>MARCH</sup>, 1996. *CBM*

*[Signature]*

STATE OF FLORIDA  
COUNTY OF ~~HILLSBOROUGH~~ <sup>PINELLAS</sup> *CBM*

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

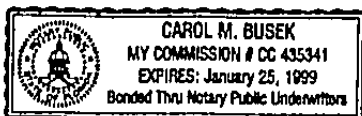
*[Signature]*  
Signature *John Magliano III*

FL DL LIC M245461720690  
Form of Identification

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, who acknowledged before me that (s)he executed these Articles of Incorporation, that I relied upon the form of identification of the above named person as indicated opposite the name, and that an oath was taken.

Witness my hand and official seal in the County and State last aforesaid this 15<sup>th</sup> day of ~~FEBRUARY~~ <sup>MARCH</sup>, 1996. *CBM*

*[Signature]*



CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT  
OF  
LIGHTNING COMPUTERS, INC.

FILED  
MAR - 7 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its principal place of business at the City of Tampa, State of Florida has named JOHN A MAGLIANO III, 4814 North Grady Avenue, Tampa, FL 33614, as its agent to accept service of process within Florida.

SIGNATURE

(CORPORATE OFFICER)

TITLE PRESIDENT

DATE

3/1/76

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SIGNATURE

DATE

3/1/76

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

**P96000021732**

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

of \_\_\_\_\_ No 52761  
RE: Lightning Computers, Inc.

C. FEE. DISBURSED

Capital Express™  
Inc. F  
Corp. Record Search  
Ltd. Partnership File  
Foreign Corp. File  
( ) Cert. Copy(s)  
Art. of Amend. File  
Dissolution/Withdrawal  
C U S-  
Fictitious Name File  
Name Reservation  
Annual Report/Reinstatement  
Reg. Agent Service  
Document Filing  
Corporate Kit  
Vehicle Search  
Driving Record  
Document Retrieval  
UCC 1 or 3 File  
UCC 11 Search  
UCC 11 Retrieval  
File No.'s, Copies  
Courier Service  
Shipping/Handling  
Phone ( )  
Top Priority  
Express Mail Prop.  
FAX ( ) pgs.

SUBTOTALS

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME

BY

CK No.

WALK-IN  
Will Pick Up

5/1 11:00

FEE.....  
DISBURSED.....  
SURCHARGE.....  
TAX on corporate supplies.....  
SUBTOTAL.....  
PREPAID.....  
BALANCE DUE.....

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

611 1310  
96 MAY -1 AM 10:21  
ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF SECRETARY OF STATE  
LIGHTNING COMPUTERS, INC. TALLAHASSEE FLORIDA

**CHANGING CORPORATE NAME**

Pursuant to the provisions of Sections 607.181 and 607.187, Florida Statutes, the undersigned corporation, **LIGHTNING COMPUTERS, INC.**, a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to change its corporate name and amend its Articles of Incorporation:

1. **Present Corporate Name.** The present name of the Corporation is **LIGHTNING COMPUTERS, INC.**

2. **Amendment Adopted.** The amendment adopted provides for the change of the Corporation's corporate name from **LIGHTNING COMPUTERS, INC.** to **PHANTOM COMPUTERS, INC.**

3. **Text of Amendment.** Article I of the Articles of Incorporation is hereby amended by deleting such Article in its entirety and substituting in lieu of such Article the following new Article I which reads as follows:

**ARTICLE I.**

**Name**

The name of the Corporation is:


**PHANTOM COMPUTERS, INC.**


4. **Authorization of Amendment.** The foregoing amendment was adopted on April 18, 1996 by resolution adopted in a joint meeting of the board of directors and the shareholders of the Corporation.

5. **Effective Date.** The effective date of the amendment herein certified shall be the date of filing of these Articles of Amendment with the Secretary of State, State of Florida.

IN WITNESS WHEREOF, the undersigned officers of the Corporation have executed these Articles of Amendment as of the 18th day of April, 1996.

Attest:

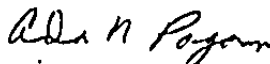
  
John Magliano, III, Secretary

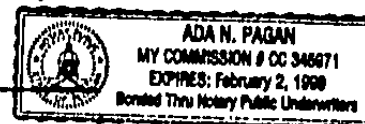
  
By: John Magliano, III, President  
M 245-461-72-067-0

STATE OF FLORIDA )  
COUNTY OF HILLSBOROUGH )

ss.

The foregoing instrument was acknowledged before me this 26<sup>th</sup> day of April, 1996, by John Magliano, III, as President of Lightning Computers, Inc., a Florida corporation, on behalf of said corporation. John Magliano, III, is personally known to me or has produced a driver's license as identification.

  
Print Name: Ada N. Pagan  
Notary Public,  
State of Florida at Large  
Certificate No.: \_\_\_\_\_



My Commission Expires: \_\_\_\_\_