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LAW OFFICE OF  
JOSEPH H. CHUMBLEY  
3862 CENTRAL AVENUE  
ST. PETERSBURG, FL 33711

TELEPHONE (813)323\*7625

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March 5, 1996

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

Re: "COMPUSAVE DIRECT INCORPORATED"

Dear Gentlemen:

Enclosed please find two sets of Articles of Incorporation with regards to the above mentioned matter. Also enclosed is a check in the amount of \$70.00 for your services. Please return to our office one stamped copy of the same.

Thank you for your consideration in the above mentioned matter. If you have any questions, or if I may be of service to you, please do not hesitate to contact our office.

Sincerely,

*Lisa Dahlstrom*

Lisa Dahlstrom  
Legal Assistant  
enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
COMPUSAVE DIRECT INCORPORATED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers, they being natural persons competent to contract for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF BUSINESS: The name of the proposed corporation shall be COMPUSAVE DIRECT INCORPORATED.

ARTICLE II

NATURE OF BUSINESS: Computer retail sales and service and any other related matter. The general nature and purpose of business to be transacted, promoted and carried on by the corporation is to engage in any activity or business now or hereafter authorized and permitted under the laws of the United States and the State of Florida to be done or exercised by corporations organized for profit.

ARTICLE III

INITIAL CAPITAL: The amount of capital with which this corporation shall begin business is One Thousand Dollars (\$1,000.00).

ARTICLE IV

CAPITAL STOCK: The total number of shares of stock which this corporation shall have authority to issue is One Thousand (1,000) shares of common stock, said stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V

TERM OF EXISTENCE: This corporation shall have a perpetual term of existence, commencing upon receipt of these Articles by the Secretary of State.

ARTICLE VI

ADDRESS OF BUSINESS: The initial address of the principal office of the proposed corporation in the State of Florida shall be:

4923 18th Avenue South  
Gulfport, Florida 33707

ARTICLE VII

DIRECTORS: The number of Directors of this corporation shall be no more than five (5) and no less than one (1) Director. The names and addresses of the Directors who shall hold office for the first year of existence of the corporation or until a successor or successors are elected or appointed and who have qualified are

PRESIDENT

DAVID C. HARNER  
6031 17th Avenue South  
Gulfport, Fl. 33707

VICE PRESIDENT/TREASURER

GAIL P. HARNER  
6031 17th Avenue South  
Gulfport, Fl. 33707

SECRETARY

LISA DAHLSTROM  
10200 Gandy Blvd. Apt. 1116  
St. Petersburg, FL 33711

ARTICLE VIII

SUBSCRIBER: The names and addresses of the Subscribers of this corporation are:

PRESIDENT

DAVID C. HARNER  
6031 17th Avenue South  
Gulfport, Fl. 33707

VICE PRESIDENT/TREASURER

GAIL P. HARNER  
6031 17th Avenue South  
Gulfport, Fl. 33707

SECRETARY

LISA DAHLSTROM  
10200 Gandy Blvd. Apt. 1116  
St. Petersburg, FL 33711

ARTICLE IX

REGISTERED AGENT AND REGISTERED OFFICE: COMPUSAVE DIRECT INCORPORATED names and designates DAVID C. HARNER the Registered Agent and also establishes 4923 18th Avenue South, Gulfport, Florida 33707 as its Registered Office within the State of Florida, pursuant to Section 607.164 Florida Statutes.

IN WITNESS WHEREOF, the undersigned subscribers to this instrument, Articles of Incorporation of COMPUSAVE DIRECT INCORPORATED do place their hand and seal this 28 day of February, 1996, at St. Petersburg, Florida.  
In the presence of:

[Signature]  
WITNESS

[Signature]  
WITNESS

[Signature]  
DAVID C. HARNER

[Signature]  
WITNESS

[Signature]  
WITNESS

[Signature]  
GAIL P. HARNER

[Signature]  
WITNESS

[Signature]  
WITNESS

[Signature]  
LISA DAHLSTROM

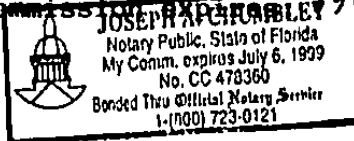
STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me personally appeared DAVID C. HARNER, GAIL P. HARNER and LISA DAHLSTROM personally known to me to be the persons described in or having produced identifying documentation

[Signature]  
and who executed the foregoing instrument as Subscribers to the foregoing Articles of Incorporation who, after being first duly sworn, acknowledges that they executed same for the purposes set forth and that all information is true and correct to their best knowledge and belief.

WITNESS my hand and seal on this 28<sup>th</sup> day of February, 1996, at St. Petersburg, Florida.

[Signature]  
NOTARY PUBLIC, State of Florida  
My Commission Expires 7/6/99



**ACCEPTANCE BY REGISTERED AGENT**

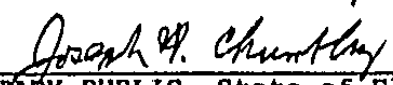
I, DAVID C. HARNER, 4923 18th Avenue South, Gulfport, Florida 33707 do hereby accept appointment as Registered Agent of COMPUSAVE DIRECT INCORPORATED, together with the duties and responsibilities attaching to such appointment.

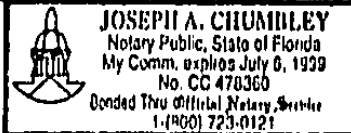
  
\_\_\_\_\_  
DAVID C. HARNER

STATE OF FLORIDA  
COUNTY OF PINELLAS

Before me personally appeared DAVID C. HARNER to me well known and known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

WITNESS my hand and seal this 28<sup>th</sup> day of February, 1996.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
My commission expires: 1999



**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA