

TRANSMITTAL LETTER

P 96 0000 26371

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

PO000017315407
-03/07/96--01046--015
****122.50 ****122.50

SUBJECT: M.C. COMPUTERS, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$122.50
Filing Fee
& Certified Copy

FILED
MAR 26 AM 10:27
TALLAHASSEE, FLORIDA

FROM: Matthew R. Sokolowski
Name

2871 South Pines Drive Unit 27
Address

Largo, FL 34641
City, State & Zip

(813)515-7024
Daytime Telephone number

1096-5752
196 10646



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 11, 1996

MATTHEW R SOKOLOWSKI
2871 S PINES DRIVE UNIT 27
LARGO, FL 34641

SUBJECT: M.C. COMPUTERS, INC.
Ref. Number: W96000005252

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96 MAR 26 AM 10:27
TALLAHASSEE, FLORIDA

We have received your document for M.C. 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 196A00010646

ARTICLES OF INCORPORATION
IX Computer Systems, Inc.

The undersigned, being a natural person, does hereby act as incorporator in adopting the following articles of incorporation for the purpose of organizing a stock corporation pursuant to the provisions of the Florida Stock Corporation Act:

FIRST The name of the corporation (hereinafter called the corporation) is IX Computer Systems, Inc.
SECOND The duration of the corporation shall be perpetual.
THIRD The purpose for which the corporation is organized, which shall include the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Stock Corporation Act, are as follows:

To provide retail computer sales and service
To have, in furtherance of the corporate purposes, all of the powers conferred upon business corporations organized under the Florida Stock Corporation Act

FOURTH The total number of capital stock which the corporation has authority to issue is 2000 divided into 1000 shares of Class A common stock with \$1.00 par value and 1000 shares of Class B common stock with no par value.

The following is a description of each class of stock of the corporation with the preferences, conversions, and other rights, restrictions, voting powers, and qualifications of each class:

1. Except as hereinafter provided with the respect with respect to voting powers, the Class A common stock and Class B common stock of the corporation shall be identical in all respects.

2. With respect to voting powers, except as otherwise required by the laws of the State of Florida, the holders of Class A common stock shall possess all voting powers for all purposes including, by way of illustration and not of limitation, the election of directors, and holders of class B common stock shall have no voting power whatsoever, and no holder of Class B common stock shall vote on or otherwise participate in any proceedings in which actions shall be taken by the corporation or the stockholders thereof or be entitled to notification as to any meeting of the board of directors or the stockholders.

FIFTH No holder on any of the shares of any class of the corporation shall be entitled as of right to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights of options which the corporation proposes to grant for the obligations of the corporation which are convertible into or exchangeable for, or which carry any rights, to subscribe for, purchase, or otherwise acquire shares of any class of the corporation, any and all of such shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created, may be issued, or may be reissued or transferred if the same have been reacquired and have treasury status, and any and all of such rights and options may be granted by the Board of Directors to such persons, firms, corporations, and associates, and for such lawful consideration, and such terms, as the Board of Directors in its discretion may determine, without first offering the same, or any therefor, to any said holder.

SIXTH 1. The corporation shall, to the fullest extent permitted by the provisions of the Florida Stock Corporation Act, as that may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

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2. The stated capital of the corporation may be reduced by the Board of Directors without the assent of the stockholders.

SEVENTH. The post office address of the initial registered office of the corporation in the State of Florida is 2871 South Pines Drive Unit 27, Largo FL 34641. The name of the county in the State of Florida in which the said registered office of the corporation is located is the county of Pinellas.

The name of the initial registered agent of the corporation at such address is Matthew R. Sokolowski. His business office address is identical to that of the registered office.

The address of the principle office of the corporation is identical with that of the registered office.

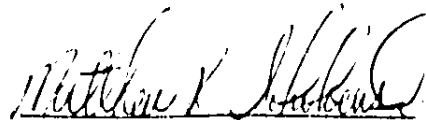
EIGHTH. The number of directors constituting the initial Board of Directors of the corporation is three (3).

The names and address of the persons who are to serve as members of the initial Board of Directors of the corporation are as follows:

NAME	ADDRESS
MATTHEW R. SOKOLOWSKI	2871 South Pines Drive Unit 27, Largo FL 34641
CYRA A. SOKOLOWSKI	2871 South Pines Drive Unit 27, Largo FL 34641
SEAN DONOGHUE	6651 5th Avenue North, St. Petersburg FL 33710

NINTH. The provisions for the regulation of the internal affairs of the corporation shall be set forth in the bylaws.

Signed on 21 March, 1996


Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: Florida Highway & Transportation, Inc.

2. The name and address of the registered agent and office is:

Matthew K. Schuchman
(Name)

2811 North Pine Drive #27
(P.O. Box not acceptable)

LAKE LAKE 34641
(City/State/Zip)

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.

Matthew K. Schuchman
(Signature)

Matthew K. Schuchman

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL