

R96000029347

TRANSMITTAL LETTER

FILED
MAR 28 11:02:23
TALLAHASSEE, FLORIDA

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

SUBJECT: DOMEX COMPUTER SERVICES, INC.
(Proposed corporate name - must include suffix)

500001761785
-03/28/96--0111--002
*****78.75 *****78.75

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

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Bruce M. Sutherland
Name (printed or typed)
2300 Palm Beach Lakes Blvd #102
Address
West Palm Beach, FL 33409
City, State & Zip
407-697-7790
Daytime Telephone number

*Same people have
R96-1394*

NOTE: Please provide the original and one copy of the articles.

B. BROWN APR - 4 1996

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

DOMEX COMPUTER SERVICES, INC.

ARTICLE II PRINCIPAL OFFICE

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

**2300 PALM BEACH LAKES BLVD, SUITE 102
WEST PALM BEACH, FLORIDA 33409**

Mailing address:

**P.O. BOX 16538
WEST PALM BEACH, FLORIDA 33416**

The Board of Directors may, from time to time, move the principal office to any other address in Florida. Branch offices may be maintained at such other places in the State of Florida, the United States of America and foreign countries as may, from time to time, be authorized by the Board of Directors.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7500 SHARES COMMON STOCK, Each having \$1 par value.

The consideration to be paid for each share shall be fixed by the Board of Directors and any and all shares so issued, the full consideration for which has been paid or delivered, shall be deemed full paid stock and not liable to any further call or assessment thereon; and the holders of such shares shall not be liable for any further payments thereon.

The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporators or the directors.

The stock shall be issued from time to time as may be determined by the Board of Directors.

On dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as their holdings may appear upon the stock record of the corporation.

ARTICLE IV INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

BRUCE M. SUTHERLAND
2300 PALM BEACH LAKES BLVD. SUITE 102
WEST PALM BEACH, FLORIDA 33409

ARTICLE V INCORPORATORS

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

BRUCE M. SUTHERLAND
2300 PALM BEACH LAKES BLVD. SUITE 102
WEST PALM BEACH, FLORIDA 33409

The names and street addresses of the initial officers/directors:

BRUCE M. SUTHERLAND
2300 PALM BEACH LAKES BLVD. SUITE 102
WEST PALM BEACH, FLORIDA 33409

MICHAEL I.H. SUTHERLAND
2300 PALM BEACH LAKES BLVD. SUITE 102
WEST PALM BEACH, FLORIDA 33409

The general nature of the business to be transacted by this corporation is:

1. All lawful purposes.
2. To manufacture, purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of and to invest in, trade in, deal in and with computer and electronic systems, hardware, software, services and any other goods, wares, merchandise, real and personal property and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

3. To conduct business in, have one or more offices in and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other states and countries.

4. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or corporate property or other instruments to secure the payment of corporate indebtedness as required.

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state government; and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

7. To carry on any lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects enumerated in the Articles on Incorporation.

8. To engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE VI

This corporation shall have perpetual existence.

ARTICLE VII

This corporation shall not have less than one director initially. The number of directors may be increased or diminished from time to time by By-laws adopted by the stockholders, but shall never be less than one. This corporation shall begin with one director.

ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a Stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX

The Stockholders of this corporation may enter into agreements between themselves respecting their respective rights and duties with reference to the shares of stock of this corporation; and such agreements may include any limitation upon the transferability or assignment of the stock and the

conferring of pre-emptive rights of purchase upon the stockholders as condition precedent to the sale of other stock; and such agreements shall be valid and this corporation may join as a party thereto.

ARTICLE X

This corporation may, by action taken at any meeting of its Board of Directors, sell, lease or exchange all of its property and assets including its good will, its corporate franchises or any property or assets essential to its corporate business upon such terms and conditions as its Board of Directors deems meet and expedient and as authorized by an affirmative vote of stockholders of record holding stock in the corporation entitling them to exercise a majority of the voting power outstanding, provided however, that no vote or consent of the stockholders shall be necessary for a transfer of assets by way of a mortgage, trust or pledge to secure the indebtedness of the corporation.

ARTICLE XI

The amount of capital with which this corporation may begin business shall not be less than Five Hundred (\$500.00) Dollars.

The undersigned incorporator has executed these Articles of Incorporation this
26 day of March, 1996.


Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: DOMEX COMPUTER SERVICES, INC.
2. The name and address of the registered agent and office is:

BRUCE M. SUTHERLAND
(NAME)

2300 PALM BEACH LAKES BLVD SUITE 102
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

WEST PALM BEACH, FLORIDA 33409
(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.


(SIGNATURE)

3/26/96
(DATE)