

CONTACT:

576589

P96000032612

OFFICE USE ONLY (Document #)

UCC FILING & SEARCH SERVICES
 (Requestor's Name)
 526 EAST PARK AVENUE SUITE 200
 (Address)
 TALLAHASSEE, FL 32301 (904) 681-6528
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

FILED
 APR 15 PM 3:05
 TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PC Headquarters Inc.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #) 200001781172
 -04/16/96--01003--005
 *****122.50 *****122.50
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy ARTICLES ONLY
 Mail out Will wait Photocopy Certificate of Status ALL CHARTER DOCS
 CERTIFICATE OF GOOD STANDING

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

96 APR 15 PM 3:05
 TALLAHASSEE, FLORIDA
 96 APR 17 3:44

HOLD FOR PICKUP BY UCC SERVICES

F. CHESSEY APR 15 1996

Examiner's Initials

ARTICLES OF INCORPORATION
OF

PC HEADQUARTERS, INC.

FILED
SEP 15 PM 5:05
CLERK OF DISTRICT COURT
MIAMI, FLORIDA

The undersigned hereby forms a corporation for profit under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PC HEADQUARTERS, INC.

The address of the principal office of this corporation shall be 2918 N.W. 72 Avenue, Miami, Florida 33122, and the mailing address of the corporation shall the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory, or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock at \$1.00 par value.

ARTICLE IV. ADDRESS

The street address of the initial registered office of this corporation shall be 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is UCC Filing & Search Services, Inc.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

The names and addresses of the officers and directors are:

David Seijo
2918 N.W. 72 Avenue
Miami, FL 33122

President/Director

Jorge Fernandez, Jr.
2918 N.W. 72 Avenue
Miami, FL 33122

Vice President/Director

Javier Murray
2918 N.W. 72 Avenue
Miami, FL 33122

Secretary/Director

Edel Medina
2918 N.W. 72 Avenue
Miami, FL 33122

Treasurer/Director

ARTICLE VII. INCORPORATOR

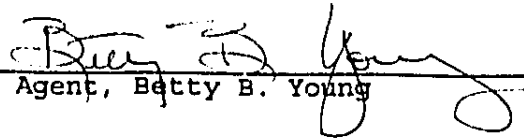
The name and street address of the incorporator to
these Articles of Incorporation is:

UCC Filing & Search Services, Inc.
526 East Park Avenue, Suite 200
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of UCC Filing
& Search Services, Inc., has hereunto set her hand and seal
of UCC Filing & Search Services, Inc., on this 15th day of
April, 1996.

UCC Filing & Search Services, Inc.

By:


Its Agent, Betty B. Young

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

UCC Filing & Search Services, Inc., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

UCC Filing & Search Services, Inc.

By: Betty B. Young
Its Agent, Betty B. Young

95 APR 19 PM 3:05
TALLAHASSEE, FLORIDA

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CONTACT:

P96 0000 326⁵ / 9517

OFFICE USE ONLY (Document #)

UCC FILING & SEARCH SERVICES

(Requestor's Name)

620 EAST PARK AVENUE SUITE 200

(Address)

TALLAHASSEE FL 32301

(City, State, Zip)

(904) 681-6528

(Phone #)

RECEIVED
-05/06/96--01002--012
*****35.00 *****35.00

OFFICE USE ONLY

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- 1 PC Headquarters Inc. (Corporation Name) _____ (Document #)
- 2 _____ (Corporation Name) _____ (Document #)
- 3 _____ (Corporation Name) _____ (Document #)
- 4 _____ (Corporation Name) _____ (Document #)

Walk In

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Certificate of State

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORR SEARCH

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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
36 MAY -3 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten initials/signature

HOLD FOR PICKUP BY UCC SERVICES

Examiner's Initials _____

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: PC HEADQUARTERS, INC.

1b. The mailing address of the corporation is: 2918 N.W. 72 Avenue Miami, Florida 33122

1c. Date of incorporation: 4/15/96 Document number: P96000032612

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

UCC Filing & Search Services, Inc. 526 East Park Avenue, Suite 200 Tallahassee, FL 32301

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

Jorge Fernandez, Jr - Vice President 2918 N.W. 72 Avenue Miami, Florida 33122

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

(Signature of an officer, chairman or vice chairman of the board)

4/18/96 (Date)

David Seijo, President (Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent) Jorge Fernandez, Jr. If signing on behalf of an entity:

4/18/96 (Date)

Jorge Fernandez, Jr. (Typed or Printed Name)

Vice President (Capacity)

FILED 96 MAY -3 PM 3:06 SECRETARY OF STATE TALLAHASSEE, FLORIDA