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*Law Offices of
Jeffrey R. Eisensmith, P.A.*

96 MAY 14 AM 7:51

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE (904) 823-7001
TELEFAX (904) 462-0140

ONE FINANCIAL PLAZA
SUITE 1010
FT. LAUDERDALE, FL 33394

May 13, 1996

Secretary of State
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

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***122.50 ***122.50

RE: SOUTHEAST COMPUTER ASSOCIATES, INC.

Dear Sir or Madam:

Enclosed please find an original plus (1) copy of Articles of Incorporation for SOUTHEAST COMPUTER ASSOCIATES, INC., along with our check in the amount of \$122.50 representing the appropriate filing fee.

Please file the above Articles of Incorporation and forward a copy back to this office via Federal Express using the airbill enclosed for your convenience.

Should you have any questions, please call this office.

Very truly yours,

JEFFREY R. EISENSMITH

JRE:lm
Encl.

N. HENDRICKS MAY 21 1996

FILED

ARTICLES OF INCORPORATION OF
SOUTHEAST COMPUTER ASSOCIATES, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
CORPORATE NAME

The name of the corporation is SOUTHEAST COMPUTER ASSOCIATES, INC.

ARTICLE II
DURATION

This corporation shall be perpetual existence commencing on the date of the filing of the Articles of Incorporation by the Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "common shares".

ARTICLE V
SHAREHOLDER'S RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offer to others.

ARTICLE VI
INITIAL REGISTERED AGENT
INITIAL REGISTERED OFFICE

This corporation's initial registered agent and registered office in the State of Florida is Roni Laskin, 18305 Biscayne Blvd., Suite 214, Miami, FL 33160.

ARTICLE VII
CORPORATE ADDRESS

This corporation's initial address is 18305 Biscayne Blvd., Suite 214, Miami, FL 33160.

ARTICLE VIII
DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of this corporation is Roni Laskin, 18305 Biscayne Blvd., Suite 214, Miami, FL 33160.

**ARTICLE IX
INCORPORATOR**

The name and address of the person signing these Articles is Roni Laskin, 18305 Biscayne Blvd., Suite 214, Miami, FL 33160.

**ARTICLE X
AMENDMENT**

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any Amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

**ARTICLE XI
AMENDMENTS TO BY-LAWS**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

**ARTICLE XII
CORPORATE POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE XIII
INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named initial registered agent to accept service of process on the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all requirements of law pertaining thereto.



RONI LASKIN
Incorporator and Registered Agent

STATE OF FLORIDA)
 SS
COUNTY OF BR)

BEFORE ME, the undersigned authority personally appeared RONI LASKIN, who is personally known to me or who produced _____ as identification, and who did/did not take an oath, and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me on this 13 day of

MAY, 1996.

Notary Public

My Commission Expires:

