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June 25, 1996

Department of State
Division of Corporations
Post Office Box 0327
Tallahassee, Florida 32314

96 JUL -1 AM 9:30
FILED
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Re: KOMPU-DATE, INC.

Attention : Department of Corporations

I am enclosing herewith the original and a copy of Articles of Incorporation for the above named corporation . In addition, a check in the sum of \$ 131.25 is enclosed which represents the following fees :

Filing fee:	\$ 35.00
Registered Agent fee :	\$ 35.00
Certified Copy fee :	\$ 52.50
Status of Certificate fee :	\$ 8.75
Total	\$ 131.25

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Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned .

Your prompt attention to this matter would be appreciated .

Sincerely yours,

Karina J. Williamson

KJW: kj

Enclosures

ML 7-3-96

ARTICLES OF INCORPORATION
OF
KOMPU-DATE , INC.

FILED
96 JAN -1 AM 9:30
TALLAHASSEE, FLORIDA

The undersigned , acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation :

- 1) NAME. The name of the corporation is KOMPU-DATE , INC.
- 2) PRINCIPAL OFFICE/MAILING ADDRESS . The principal office of the corporation is 11437 S.W. 34 th. LANE , MIAMI , FL. 33165 . The mailing address of the corporation is 11437 SW 34 Th. LANE, MIAMI, FL. 33165 .
- 3) SHARES. The number of shares the corporation is authorized to issue is 1,000 shares, \$1.00 per value.
- 4) INITIAL REGISTERED OFFICE AND AGENT. The name and street of the initial registered agent and office of corporation is :

Alicia H. Escobar
11437 SW 34 Th. LANE
MIAMI, FLORIDA 33165

- 5) INCORPORATORS AND INTIAL DIRECTORS. The name an address of the incorporator and initial director is :

KARINA J. WILLIAMSON
11437 SW 34 Th. LANE
MIAMI , FLORIDA 33165

- 6) PURPOSE . The purpose of this corporation is to engage in any and all lawful business purpose allowed under the laws of the State of Florida and the United States of America .

- 7) MEETING BY CONFERENCE TELEPHONE. Members of the Board of Directors may participate in special, regular, and annual meetings of the Board of Directors by means of conference telephone or other similar communications equipment as provided by law.

- 8) INDEMNIFICATION. The corporation is empowered to indemnify any officer or director, or any former officer or director in the manner set for in the bylaws of this corporation and pursuant to the provisions of Section 607.0880 of the Florida Statues, as amended.

9) AMENDMENT OF ARTICLES AND BYLAWS. The power to adopt , alter, amend or repeal the Articles of Incorporation or Bylaws of this corporation shall be vested in the directors by a majority vote.

10) INFORMATION ACTION OF DIRECTORS AND SHAREHOLDERS. If the required majority of the directors or shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action will be as valid as though it had been authorized a regular meeting of the Board of Directors or Shareholders .

11) DIRECTOR CONFLICT OF INTEREST.

A) No contract or other transaction between the corporation and one or more of its directors, or between the corporation and other corporation, firm, association or other entity, in which one or more of its directors are directors or officers, or are financially interested, shall be either void or voidable for this reason alone or by reason alone that such director or directors are present at the meeting of the board of directors or of a committee thereof which approves such contract or transaction, or that his or their votes are counted for such purpose :

- 1. if the fact of such common directorship, officership or financial interest is disclosed or known to the board or committee, and the board or committee approves such contract or transaction by vote sufficient for such purpose without counting the vote or votes of such interested director or directors; or**
- 2. if such common directorship , officership or financial interest is disclosed or known to the shareholders entitled to vote thereon, and such contract or transaction is approved by vote of the shareholders; or**
- 3. if the contract or transaction is fair and reasonable as to the corporation at the time it is approved by the board, a committee or the shareholders.**

B) Common or interested directors may be counted in determining the presence of a quorum at a meeting of the board of directors or of a committee which approves such contract or transaction.

IN WITNESS WHEREOF, the undersigned incorporator has executed the Articles of Incorporation this twenty-fifth day of June, 1996.

Karin Williams

Incorporator

(Having been named as the resident agent for the above stated corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Nevia Escobar

Resident Agent

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96 JUL -1 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA