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ORLANDO, FLORIDA 32808
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P96000075923

September 9, 1996

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32314

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RE: Holeda Computer Consultants, Inc.

Dear Sir or Madame:

Enclosed please find an original and one copy of the Articles of Incorporation in the above-captioned matter for filing with your division. Please return one certified copy of the Articles to me for my file.

Also enclosed is a check in the amount of \$122.50 for the following costs:

Filing Fees	\$ 35.00
Certified Copy	\$ 52.50
Designation of Registered Agent	\$ 35.00
	<u>\$122.50</u>

Thank you for your cooperation in this matter.

Sincerely,

John G. Pierce
John G. Pierce

krl
Enclosures
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EFFECTIVE DATE
9/9/96

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

9/18

ARTICLES OF INCORPORATION
OF
HOLEDA COMPUTER CONSULTANTS, INC.

Article I - Name

The name of this corporation is HOLEDA COMPUTER CONSULTANTS, INC.

Article II - Duration

This corporation shall exist perpetually commencing on the date of execution of these Articles, if they shall be filed with the Department of State within five days after execution, and if not, commencing on the date of such filing.

Article III - Purpose

This corporation is organized:

1. To manufacture, construct, 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 products, goods, wares, merchandise, real and personal property and services of every kind, class and description.
2. To engage in any activity or business permitted under the laws of the United States and of this State, as the same may be from time to time amended.

Article IV - Capital Stock

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated "Common Shares". No shareholder shall be entitled to preemptive rights.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 498 Palm Springs Boulevard, Suite 100, Altamonte Springs, Florida 32701, and the name of the registered agent of this corporation at that address is Timothy Holeda. The principal place of business and the mailing address of this corporation is 498 Palm Springs Boulevard, Suite 100, Altamonte Springs, Florida 32701.

Article VI - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one.

The names and addresses of the initial directors of this corporation are:

Timothy Holeda
3336 Buffam Place
Casselberry, FL 32707

Barbara Holeda
3336 Buffam Place
Casselberry, FL 32707

Article VII - Incorporator

The name and address of the person signing these Articles is:

Timothy Holeda
3336 Buffam Place
Casselberry, FL 32707

Article VIII - By-laws

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

Article IX - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors

by means of conference telephone as provided by law.

Article X - Action by Directors without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article XI - Indemnification

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

Article XII - Amendment

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th day of September, 1996.


Timothy Holeda

STATE OF FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May be served and Names and Addressees of the Officers and Directors.

The following is submitted, in compliance with
Chapter 48.091, Florida Statutes

HOLEDA COMPUTER CONSULTANTS, INC., a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 498 Palm Springs Boulevard, Suite 100, Altamonte Springs, Florida 32701, has named Timothy Holada, whose mailing address is 3336 Buffam Place, Casselberry Florida 32707, as its agent to accept service of process within this state.

ACCEPTANCE:

I agree as Registered Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


Registered Agent

ASSIGNMENT OF RIGHTS TO SUBSCRIBE TO STOCK

The undersigned as Incorporator hereby assigns the right to subscribe to the capital stock of HOLEDA COMPUTER CONSULTANTS, INC. to the following named persons:

Timothy Holeda and Barbara Holeda


TIMOTHY HOLEDA
Incorporator

Dated this 9th day of September, 1996

STATE OF FLORIDA

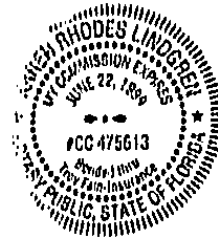
COUNTY OF ORANGE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared TIMOTHY HOLED, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed by official seal, in the state and county aforesaid, this 9th day of September, 1996.

Kathleen Lindgren
Notary Public - State of Florida

Commission/Expiration:



FILED
96 SEP 11 PM 2:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA