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96 OCT -9 PM 12:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DISC-O-TECH, Inc.
10097 Cleary Blvd. #211
Plantation, FL 33324

October 2, 1996

300001969343
-10/09/96--01077--017
*****70.00 *****70.00

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

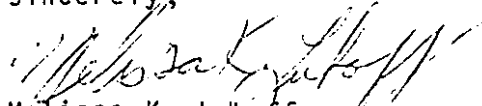
Gentlemen:

Enclosed please find the papers for incorporating DISC-O-TECH, Inc., 10097 Cleary Blvd. #211, Plantation, FL 33324, along with a check for \$70.00.

Return all necessary papers to DISC-O-TECH, Inc. at the above address to the attention of our accountant, Mr. L. Green.

Thank you.

Sincerely,


Melissa K. Luboff,
President

XH
10-14-96

CERTIFICATE OF INCORPORATION
OF
DISC-O-TECH, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation.

ARTICLE I: NAME

The name of this corporation is:

DISC-O-TECH, Inc.

ARTICLE II: NATURE OF BUSINESS

The general nature of the Business to be transacted by this corporation is to do all things which natural persons might or could lawfully do in the premises as follows:

Computer Supplies, Accessories and any Related
Activity permitted under the laws of the United
States and the State of Florida

ARTICLE III: CAPITAL STOCK

The total number of shares of stock that may be issued by the corporation is 500 shares, all of which shall be \$1.00 par value.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this corporation in the State of Florida is:

10097 Cleary Blvd. #211
Plantation, FL 33324

ARTICLE VII: DIRECTORS

This corporation shall have not less than three (3) Directors initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than three.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office address of the First Board of Directors and Officers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Melissa K. Luboff	10097 Cleary Blvd. #211 Plantation, FL 33324	Pres./Dir.
Marilyn Green	10097 Cleary Blvd. #211 Plantation, FL 33324	Treas./Dir.
Sherri Green	10097 Cleary Blvd. #211 Plantation, FL 33324	Director

ARTICLE IX: SUBSCRIBERS

The name and post office address of each subscriber to these articles on incorporation, the number of shares of stock each agrees to take and the value of the consideration paid therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>AMT PAID</u>
Melissa K. Luboff	10097 Cleary Blvd. #211 Plantation, FL 33324	500	\$500.00

ARTICLE X: AMENDMENT

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 stockholders meeting by a majority of the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this

3RD day October 1986.

 (SEAL)

____ (SEAL)

____ (SEAL)

____ (SEAL)

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY
MAY BE SERVED

IN COMPLIANCE WITH SECTION 48,091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST -- THAT DISC-O-TECH, Inc.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF
PLANTATION, STATE OF FLORIDA, HAS NAMED
(CITY)

MELISSA K. LUBOFF LOCATED AT 10097 Cleary Blvd. #211
(REGISTERED AGENT) (STREET ADDRESS & NUMBER
OF BUILDING, P.O.BOX NOT ACCEPTED)

CITY OF PLANTATION, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

Melissa K. Luboff
(CORPORATE OFFICER)

TITLE

PRESIDENT

DATE

10/3/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
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.

SIGNATURE

Melissa K. Luboff
(REGISTERED AGENT)

DATE

10/3/96

STATE OF FLORIDA)
)
COUNTY OF Broward

I hereby certify that on this day, before me, a Notary Public, duly authorized in the state and County named above to take acknowledgements, personally appeared:

Melissa K. Luboff

to me known to be the persons described as subscribers in and who executed the foregoing articles of incorporation, and they acknowledged before me that they subscribed to those articles of incorporation.

Witness my hand and official seal this 3 day of Oct., 1996.


NOTARY PUBLIC

My Commission Expires:

Sept. 21, 1998



TRACEY PAUL BRANCAZIO
My Commission CC408098
Expires Sep. 21, 1998
Bonded by HAI
800-422-1566