

P96000084685
TRANSMITTAL LETTER

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

SUBJECT: ULTIMA ELECTRONICS INCORPORATED
(Proposed corporate name - must include suffix)

100001970421
-10/10/96--01037--003
*****78.75 *****78.75

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Kenneth R. Olsen
Name (printed or typed)
10808 Tea Olive Lane
Address
Boca Raton, Florida 33448
City, State & Zip
(561) 482-1905
Daytime Telephone number

FILED
96 OCT 10 AM 8:58
TALLAHASSEE, FLORIDA

AL OCT 14 1996

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

ULTIMA ELECTRONICS INCORPORATED

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

10808 Tea Olive Lane
Boca Raton, Florida 33448

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INCORPORATION DIVISION

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Kenneth R. Olsen
10808 Tea Olive Lane
Boca Raton, Florida 33448

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Gary D. Mausner
103 Moreland Court
Cary, N.C. 27511

Martin B. Lee
203 Fox Briar Lane
Cary, N.C. 27511

Kenneth R. Olsen
10808 Tea Olive Lane
Boca Raton, Florida 33448

Luis Fernandez
11924 S.W. 94th Terrace
Miami, Florida 33186

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

7th day of September, 19 96.



Kenneth R. Olsen

Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ULTIMA ELECTRONICS INCORPORATED

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

Kenneth R. Olsen
(NAME)

10808 Tea Olive Lane
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Boca Raton, Florida 33448
(CITY/STATE/ZIP)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Kenneth R. Olsen

(SIGNATURE)

September 7, 1996

(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314

P96000084685

Kenneth B. Olsen
Requestor's Name

10808 Tea Olive Lane
Address

Boca Raton, Fla. 33448
City/State/Zip Phone #

Office Use Only
97 MAY -5 AM 9:15
FILED
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input 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

300002166593--7
-05/06/97--01008--006
*****87.50 *****87.50

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

VS MAY 14 1997

Woldis

Examiner's Initials	
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ARTICLES OF DISSOLUTION

FILED
97 MAY -5 AM 9:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Ultima Electronics, Incorporated
10808 Tea Olive Lane, Boca Raton, Florida 33448

SECOND: The date dissolution was authorized: April 17, 1997

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.


Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

The Shareholders
(voting group)

Signed this 18th day of April, 19 97

Signature 
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Kenneth R. Olsen
(Typed or printed name)

President
(Title)