

Donald L. Brooks, P.A.

Attorney at Law

Crystal Tree Plaza

1201 U.S. Highway One, Suite 415
North Palm Beach, Florida 33408

Telephone (561) 694-1650

Facsimile (561) 627-2288

October 17, 1996

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

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-10/18/96--01013--016
*****70.00 *****70.00

Re: Articles of Incorporation for
COMPUTER LOCATORS INTERNATIONAL SALES, INC.
Our File No.: 6-2787

Dear Sirs:

Enclosed is the original and one copy of the Articles of Incorporation for Computer Locators International Sales, Inc. Also enclosed my check in the amount of \$70.00 to cover the filing fees. Please return a conformed copy of the Article of Incorporation.

If you need anything further, please let us know.

Very truly yours,

DONALD L. BROOKS

DLB:ab
Enclosures
cc: Ms. Julie Rosow

96 OCT 17 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

10/18

ARTICLES OF INCORPORATION
OF
COMPUTER LOCATORS INTERNATIONAL SALES, INC.

FILED
96 OCT 17 PM 12:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

ARTICLE ONE

CORPORATE NAME

The name of the corporation is COMPUTER LOCATORS INTERNATIONAL SALES, INC.

ARTICLE TWO

DURATION

The duration of the corporation shall be perpetual.

ARTICLE THREE

PURPOSE

The purposes for which the corporation has been formed are any and all lawful business permitted under the laws of the State of Florida.

ARTICLE FOUR

CAPITAL STOCK AND PREEMPTIVE RIGHTS

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000) shares of common stock having a par value of \$1.00 each. The Corporation elects to have preemptive rights for its shareholders.

ARTICLE FIVE

PRINCIPAL OFFICE

The mailing address of the principal office of the corporation is 840 U. S. Highway One, Suite 120, North Palm Beach, Florida 33408.

ARTICLE SIX

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 840 U. S. Highway One, Suite 120, North Palm Beach, Florida 33408. The registered agent at that address is JULIE ROSOW.

ARTICLE SEVEN

INITIAL BOARD OF DIRECTORS/OFFICERS

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The names and addresses of the initial directors and officers are:

<u>NAME</u>	<u>ADDRESS</u>
Julie Rosow	840 U.S. Highway One Suite 120 North Palm Beach, FL 33408

ARTICLE EIGHT

INCORPORATORS

The name and address of the Incorporators are:

<u>NAME</u>	<u>ADDRESS</u>
Julie Rosow	840 U.S. Highway One Suite 120 North Palm Beach, FL 33408

ARTICLE NINE

BY-LAWS

The power to adopt the initial By-Laws shall be vested in the directors. The power to amend or repeal the By-Laws, or adopt new By-Laws is reserved to the shareholders by the vote or written consent of the holders of 66 2/3% of the voting rights of the outstanding shares.

ARTICLE TEN

INDEMNIFICATION

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

ARTICLE ELEVEN

AMENDMENT

These Articles of Incorporation may be amended by resolution adopted by the Board of Directors and presented to and approved at a meeting of shareholders by the holders of a majority of the voting rights of the outstanding shares entitled to vote, or may be amended by all of the directors and all of the shareholders signing a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

ARTICLE TWELVE

COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence on the date of subscription and acknowledgement of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has

executed these Articles of Incorporation this 15th day of October, 1996.

I am familiar with and accept the duties and responsibilities as Registered Agent for this corporation.

COMPUTER LOCATORS
INTERNATIONAL SALES, INC.

Julie Rosow
JULIE ROSOW, REGISTERED AGENT

Julie Rosow
JULIE ROSOW, INCORPORATOR

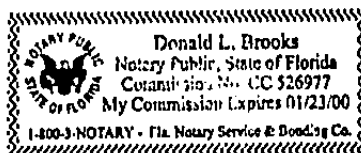
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 15th day of October, 1996, by JULIE ROSOW, as Incorporator, who is personally known to me ✓, or who has produced _____ as identification.

Donald L. Brooks
Notary Public

My Commission Expires:



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96 OCT 17 PM 12:22
SECRETARY OF STATE
TALLAHASSEE FLORIDA