

10/11/96 P96000086935

Please file the original and return
one copy to the address below. Enclosed
is \$70.00 to cover the cost.

Thank you,
Julian

36436 U.S. 19 N.
Palau Harbor, FL 34684

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96 OCT 21 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLES OF INCORPORATION
OF
BI-TECH COMPUTERS, INC.**

FILED
96 OCT 21 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this corporation is **BI-TECH COMPUTERS, INC.** and its principal place of business shall be located at 7779 58th Street North, Pinellas Park, FL 34665.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue One thousand (1000) shares of common stock at One Dollars (\$1.00) par value, which shall be designed as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office address of this corporation is 7779 58th Street North, Pinellas Park, FL 34665 and the name of the initial registered agent of this corporation at that address is **MARK R. BERGER**.

ARTICLE VII - DIRECTORS

Initially, this corporation shall have two (2) Directors who shall serve until their successor shall be elected/appointed at the first meeting of the stockholders and thereafter this corporation shall have no less than two (2) Directors constituting the initial board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name and address of the initial directors are as follows:

MARK R. BERGER 7779 58th Street North, Pinellas Park, FL 34665

JOSEPH F. FRESHLEY 4944 15 Ave. N., St. Petersburg, FL 33710

ARTICLE VIII - OFFICERS

The initial officers of the corporation shall be elected at the first meeting of the directors and shall serve until their successors shall be elected or appointed.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator signing these articles is:

MARK R. BERGER 7779 58th Street North, Pinellas Park, Florida 34665

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law. No Officer or Director shall be personally liable for monetary damages to the corporation or any person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that Officer or Director breached or failed to perform his duties as an Officer or Director as provided 607.0831, Florida Statutes (1990).

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: 7/30, 1996

By: Mark R. Berger
MARK R. BERGER, Incorporator

CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that **BI-TECH COMPUTERS, INC.** desiring to organize or qualify under the laws of

the State of Florida, has named **MARK R. BERGER** at 7779 58th Street N., Pinellas Park, Florida 34665 as its agent to accept service of process within Florida.

Dated 7/30, 1996

By Mark R. Berger
MARK R. BERGER, Registered Agent

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation, at the place designed into the certificate, I hereby 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 obligation of my position as Registered Agent.

Dated: 7/30, 1996

By: Mark R. Berger
MARK R. BERGER, Registered Agent

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA