

2 57

12/04/96

FLORIDA DIVISION OF CORPORATIONS  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

12:52 PM

((H96000017032 9))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: HOLLAND & KNIGHT  
CONTACT: KATHY S HEBERER  
PHONE: (407)425-8500

ACCT#: 075350000340

FAX #: (407)244-5288

NAME: EXT COMPUTER, INC.

AUDIT NUMBER.....H96000017032

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
Alt-A menu, Alt-H help

CSERVE24 || Capture Off

|| Prn Off || 0:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 DEC -5 PM 1:43

FILED

H96000017032

**ARTICLES OF INCORPORATION  
OF  
EXT COMPUTER, INC.**

The undersigned, acting as incorporator of EXT Computer, Inc., under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

FILED  
96 DEC -5 PM 1:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of the corporation shall be:

EXT Computer, Inc.

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be 405 Douglas Avenue, Altamonte Springs, Florida 32714.

**ARTICLE III. COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV. PURPOSE**

This corporation may engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V. AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$0.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and such consideration may consist of any tangible or intangible property or benefit to the corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the corporation, with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

This instrument prepared by:  
Catherine Hemlin-Clark - Florida Bar No. 730092  
Holland & Knight - Post Office Box 1626  
Orlando, Florida 32802 - 407/425-9500

H96000017032

**ARTICLE VI. INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is Ronald Rosenberg,  
405 Douglas Avenue, Altamonte Springs, Florida 32714.

**ARTICLE VII. INITIAL BOARD OF DIRECTORS**

The corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Olivier Chankachit	405 Douglas Avenue Altamonte Springs, Florida 32714
Georges Souksamlane	405 Douglas Avenue Altamonte Springs, Florida 32714

**ARTICLE VIII. INCORPORATOR**

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Catherine Henin-Clark	200 South Orange Avenue Suite 2600 Orlando, Florida 32801

The incorporator of the corporation assigns to this corporation its rights under Section 607.0201, Florida Statutes, to constitute a corporation, and assigns to those persons designated by the board of directors any rights the incorporator may have as incorporator to acquire any of the capital stock of this corporation, this assignment becoming effective on the date corporate existence begins.

**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaws adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X. AMENDMENTS**

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

**IN WITNESS WHEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 12 day of October, 1996.

  
Catherine Henin-Clark  
Incorporator

H9600001703E

**CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT**

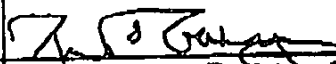
Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the following is submitted:

That EXT Computer, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 405 Douglas Avenue, Altamonte Springs, Florida 34714, has named Ronald Rosenberg, located at 405 Douglas Avenue, Altamonte Springs, Florida, County of Seminole, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT**

Having been named as registered agent to accept service of process for the corporation named above, at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in that 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.

DATED: October 12, 1996

  
Ronald Rosenberg, Registered Agent

ORL-174245.1/949

FILED  
96 DEC -5 PM 1:40  
CLERK OF COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE SEVENTH JUDICIAL CIRCUIT  
IN FLORIDA

H96000017032