

PP1000018450

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

Subject: Compu-Aid

Enclosed is an original and one (1) copy of the articles of incorporation. Our Check for \$122.50 is enclosed.

From:

Charles B. Buchanan
Compu-Aid
P.O. Box 1974
Orange Park, FL 32067-1974
(904)-276-4990

4000020089704-3
-02/17/97-01117-004
*****122.50 *****122.50

505-524-
W91-4255

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 27 PM 2:58

CLERK
FEB 27 1997

Department of State
ATTN: Claretha Golden
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 27 PM 12: 58

Subject: Compu-Aid, Corp.
Ref. Number W97000004255

Enclosed are the corrected documents. The name of the corporation shall be Compu-Aid, Corp.
The effective date shall be March 31, 1997, Articles I and VII have been corrected to reflect
these changes.

Thank You,

Charles B. Buchanan
Compu-Aid, Corp.
P.O. Box 1974
Orange Park, FL, 32067-1974
(904)-276-4990



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SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 FEB 27 PH 12: 58

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

February 21, 1997

COMPU-AID
ATTN: CHARLES B. BUCHANAN
POST OFFICE BOX 1974
ORANGE PARK, FL 32067-1974

SUBJECT: COMPU-AID
Ref. Number: W97000004255

We have received your document for COMPU-AID and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please state the effective date you wish to use.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 897A00009336

EFFECTIVE DATE

3/31/97

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

COMPU-AID, CORP.

The undersigned desiring to form a corporation for profit under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is Compu-Aid, Corp.

ARTICLE II: PRINCIPAL OFFICE OR MAILING ADDRESS

The principal office of the corporation is located at 582 Constitution Dr., Orange Park, FL, 32073 and the mailing address of the corporation is P.O. Box 1974, Orange Park, FL, 32067-1974

ARTICLE III: CAPITAL STOCK

- (a) Authorized Shares. The total number of shares that may be issued by the corporation is 100, all of which shall be of the same class, the par value shall be \$.10 per share, and shall be designated common stock.
- (b) Capital Stock. The capital of the corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferee thereto.
- (c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the corporation.
- (d) VOTING. Each share of the common stock shall have equal and full voting powers and rights, and the holders of record thereof shall be entitled to one vote for each share so held. At all meetings of shareholders a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.
- (e) Preemptive Rights. Shareholders shall have no preemptive rights.
- (f) Cumulative Voting. Cumulative voting shall not be permitted.
- (g) Restrictions on Transfer of Stock. The shareholders may, bylaw provisions or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

Article IV: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 582 Constitution Dr., Orange Park, FL, 32073 and the name of the initial registered agent of this corporation at that address is Charles B. Buchanan.

ARTICLE V: DIRECTORS

- (a) Number. The corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by bylaws adopted by the shareholders.
- (b) Initial Board of Directors. The names and addresses of the initial directors until the first annual meeting of the shareholders are as follows:

Charles B. Buchanan
582 Constitution Dr.
Orange Park, FL, 32073

- (c) Compensation. The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid.. Any director may also serve the corporation in any other capacity and receive compensation therefore in any form.
- (d) Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees, and agents to the full extent permitted by law.

ARTICLE VI: BYLAWS

The initial bylaws of this corporation shall be adopted by the directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

ARTICLE VII: EXISTANCE AND DURATION

This corporation shall exist perpetually. Corporate existence shall commence on March 31, 1997, except if the articles are not filed by the Department of State of the State of Florida within five (5) business days thereafter, corporate existence shall commence upon filing by the Department of State.

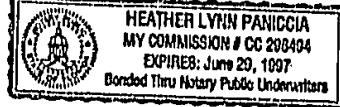
IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation this day of

This document was signed in my presence by Charles Buchanan who is personally known to me.

Heather L Paniccia
witness 4/29/97



Charles B. Buchanan
Director and Incorporator



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DIVISION OF CORPORATIONS

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE STATE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That Compu-Aid, Corp. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Certificate of Incorporation, at City of Orange Park, County of Clay, State of Florida, has named Charles B. Buchanan located at 582 Constitution Dr., as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE DESIGNATED AGENT)

Having been named to accept service of process for the above-stated process corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Charles B. Buchanan
Director and Incorporator