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P97000047768

May 21, 1997

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

000002183060--4
-05/22/97--01060--021
****122.50 ****122.50

Re: Compusense, Inc.

To Whom It May Concern:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with a check for \$122.50. Please file the original Articles, certify the copy and return the certified copy to our office in the enclosed self-addressed stamped envelope.

If you have any questions, please call us.

Sincerely,


Monica L. Cothran

MLC/js

Enclosures: As stated

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 30 AM 10:55

W47-12209

RP
5-30-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 23, 1997

DAVENPORT, JAMES & COTHRAN
1004 JENKS AVE.
PANAMA CITY, FL 32401

SUBJECT: COMPUSENSE, INC.
Ref. Number: W97000012209

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

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 597A00028234

ARTICLES OF INCORPORATION
OF
COMPUSENSE, INC.

FILED
CLERK OF STATE
OFFICE OF CORPORATIONS
97 MAY 30 AM 10:55

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is COMPUSENSE, INC.

ARTICLE TWO

Corporate Duration

The duration of the corporation is perpetual.

ARTICLE THREE

Purpose or Purposes

The general purposes for which the corporation is organized are:

1. Sale and repair of computers, sale of computer peripherals, and writing computer software.
2. To engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE FOUR

Capitalization

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share.

ARTICLE FIVE

Registered Office and Agent

The street address of the initial registered office of the corporation is 14700 Front Beach Road, #63, Panama City Beach, FL 32413, and the name of its initial registered agent at such address is OLIVER REICHERT. The principal address is the same as the registered office address.

ARTICLE SIX

Directors

The number of directors constituting the initial board of directors of the corporation is 2. The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Oliver Reichert	14700 Front Beach Road, #63 Panama City Beach, FL 32413
Carola Reichert	14700 Front Beach Road, #63 Panama City Beach, FL 32413

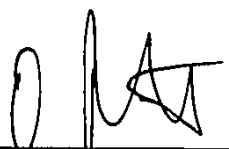
ARTICLE SEVEN

Incorporators

The name and address of each incorporator is:

<u>Name</u>	<u>Address</u>
Oliver Reichert	14700 Front Beach Road, #63 Panama City Beach, FL 32413
Carola Reichert	14700 Front Beach Road, #63 Panama City Beach, FL 32413

Executed by the undersigned on this 21 day of May, 1997.



OLIVER REICHERT, President

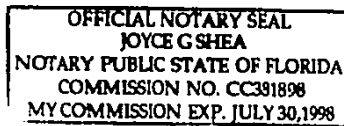
STATE OF FLORIDA
COUNTY OF BAY

FILED
SECRETARY OF STATE
DESIGN OF CORPORATION

97 MAY 30 AM 10:55

BEFORE ME, the undersigned authority, on this 21st day of May, 1997, personally appeared OLIVER REICHERT to me well known to be the person described in and who signed the foregoing, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed, and who is personally known to me or who has produced a Florida Driver's License as identification.

WITNESS my hand and official seal the date aforesaid.



Joyce G. Shea
NOTARY PUBLIC

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 COMPUSENSE, INC.
2. The name and address of the registered agent and office is:

OLIVER REICHERT
14700 Front Beach Road, #63
Panama City Beach, FL 32413

Having ben 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.

OLIVER REICHERT
OLIVER REICHERT, Registered Agent