

JOSEPH M. DIAZ

LAW OFFICE OF
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SONJA S. MILLS
LITIGATION PARALEGAL

P97000050478

June 2, 1997

Florida Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

RECEIVED
JUN 12 1997
DIVISION OF STATE
CORPORATION
TALLAHASSEE, FLORIDA

Re: Articles of Incorporation

Dear Sir or Ma'am:

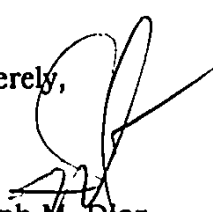
Enclosed herein for filing is the original and two, (2), copies of the Articles of Incorporation for Universal Computer Specialist, Inc. along with a check in the amount of \$122.50 representing the filing fee and a certified copy of the Articles.

After the Articles of Incorporation have been filed, please return a certified copy of same to me in the enclosed, pre-addressed, stamped envelope.

If you should have any questions regarding this matter do not hesitate to contact me at the above telephone number between the hours of 8:30 a.m. and 5:30 p.m.

Thank you for your assistance in this matter.

Sincerely,


Joseph M. Diaz

JMD/vm
Enclosure

FILED
SECRETARY OF STATE
JUN 5 1997
TALLAHASSEE, FLORIDA

AV
6-9-97

FILED
SECRETARY OF STATE
TAMPA, FLORIDA

ARTICLES OF INCORPORATION

97 JUN -6 AM 9:38

OF

UNIVERSAL COMPUTER SPECIALIST, INC.

The undersigned incorporator of these Articles of Incorporation, natural person, complete to contract, hereby under the laws of the State of Florida.

ARTICLE I:

The name of the corporation is:

UNIVERSAL COMPUTER SPECIALIST, INC.

ARTICLE II:

The general nature of the business to be transacted by the corporation is:

To engage in any and all activities permissible under the laws of the State of Florida.

ARTICLE III:

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be Five Thousand (5,000) shares of One Dollar (\$1.00) par value, all of which shall be Common Stock of the same class. All stock issued shall be fully paid and non-assessable. All original shares shall be restricted by a shareholder's agreement.

ARTICLE IV:

The amount of capital with which the corporation begins shall be and is the sum of One Hundred and no/ 100 Dollars (\$100.00).

ARTICLE V:

This corporation is to exist perpetually, unless terminated by operation of law.

ARTICLE VI:

The post office address of the corporation's initial registered agent's office is 8301 Coors Place, Tampa, Florida 33615 and the name of the corporation's initial Registered Agent is Sharon A. Clark. The Board of Directors of the corporation may from time to time move the Registered Agent's office to any other address in the State of Florida.

ARTICLE VII:

The initial post office address of the principal office of this corporation in the State of Florida is:

4202 West Waters Avenue

Tampa, Florida 33614

The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE VIII:

The business of the corporation shall be managed by its Board of Directors. The number of Directors constituting the entire Board shall not be less than two (2), and subject to such minimum, may be increased or decreased from time to time by amendment of the By-Laws in a manner not prohibited by law. Until so changed, the number shall be two (2).

ARTICLE IX:

The names and post office addresses of the first members of the first Board of Directors, who, subject to the provisions of the first year of the corporation's existence or until his/her successor is elected and has qualified, are as follows:

Sharon A. Clark

8301 Coors Place

Tampa, Florida 33615

And

Jimmy L. Whitehorn

4202 W. Waters Avenue

Tampa, Florida 33614

ARTICLE X:

The name and post office address of each subscriber to these Articles of Incorporation are as follows:

Sharon A. Clark

8301 Coors Place

Tampa, Florida 33615

ARTICLE XI:

These Articles of Incorporation may be amended in the manner provided by law. Any amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by a majority of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XII:

This corporation shall have additional and assistant officers including, without limitation thereto, a Chairman of the Board of Directors, one or more Vice Presidents, Assistant Secretaries and Assistant Treasurers. A person may hold more than one office except that the President may not also be the Secretary or an Assistant Secretary.

ARTICLE XIII:

The Board of Directors shall adopt By-Laws for the Corporation. The By-Laws may be amended, altered or repealed by the Stockholders or Directors in any manner permitted by the By-Laws.

ARTICLE XIV:

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

ARTICLE XV:

This corporation shall come into existence and shall be doing business upon filing of their Articles.

IN WITNESS WHEREOF, the undersigned subscribers and incorporators have hereunto set their hands and seals for the purpose of forming this corporation under the laws of the State of Florida, and hereby make, subscribe, acknowledge, and file in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein are true, this 30th

day of May, 1997.

FILED
SECRETARY OF STATE
OFFICE OF CORPORATIONS

97 JUN -6 AM 9:38

SHARON A. CLARK
SHARON A. CLARK

**STATE OF FLORIDA
COUNTY OF HILLSBOROUGH**

I HEREBY CERTIFY that SHARON A. CLARK Personally appeared before me

Brenda S. Ward, a Notary Public for the State of Florida, on the 30
day of May, 1996 who is personally known or who presented
personally known as a form of identification, and stated all
foregoing facts to be true and accurate.

SWORN TO AND SUBSCRIBED before me 30 day of May,
1997.

Brenda S. Ward
Signature of Notary Public

Brenda S. Ward
Name of Notary Public

July 17, 1998
My Commission Expires:



BRENDA S. WARD
COMMISSION # 393171
EXPIRES JUL 17, 1998

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED, as registered agent for this corporation at the
registered office designated in the foregoing Articles of Incorporation, the
undersigned accepts the designation.

SHARON A. CLARK
SHARON A. CLARK