

7/07/97

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FLORIDA DIVISION OF CORPORATIONS  
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FROM: EMPIRE CORPORATE KIT COMPANY

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CONTACT: RAY STORMONT

PHONE: (305) 541-3694

FAX #: (305) 541-3770

NAME: COMPUBLAZE, INC.

AUDIT NUMBER.....H97000011047

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

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ARTICLES OF INCORPORATION  
OF  
COMPUBLAZE, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this corporation is Compublaze, Inc.

ARTICLE II: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation shall be 1354 Euclid Ave. #12, Miami Beach, Florida, 33139.

ARTICLE III: SHARES

All stock issued by this corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding is five thousand (5,000). The stock of this corporation shall have a par value of One Dollar and No Cents (\$1.00) per share. The Board of Directors shall fix the consideration to be received for each share. Such consideration shall consist of any tangible or intangible property or benefit to this corporation, including cash, promissory notes, services performed or written promises to perform services and shall have a value, in the judgment of the directors, equivalent to or greater than the par value of the shares.

ARTICLE IV: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the registered agent is Adam M. Miller whose registered office is 44 West Flagler Street, Suite 402, Miami, Florida 33130.

ARTICLE V: PURPOSE

The purpose for which this corporation is organized is to engage in any and all lawful business relating to computer consulting, without limitation.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The initial board of directors shall be comprised of one person. The number of directors may be increased from time to time as provided for in the by-laws of this corporation, but shall never be less than one. The name and address of the initial director shall be Daniel Jarecky, 1354 Euclid Ave. #12, Miami Beach, Florida, 33139.

Adam M. Miller  
Fla. Bar # 65528  
44 West Flagler St.  
Suite 402  
Miami, FL 33130  
PH. 305.577.4999

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**ARTICLE VII: INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as incorporator is:  
Daniel Jarecky, 1354 Euclid Avenue #12, Miami Beach, Florida, 33139.

**ARTICLE VIII: INDEMNIFICATION**

Directors and officers of this corporation shall be held harmless and indemnified by this corporation for all acts and omissions of such persons to the fullest extent permitted by applicable law. The terms directors and officers, as used and limited above, shall include current and former directors and officers.

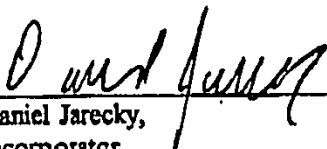
**ARTICLE IX: BY-LAWS**

The power to adopt, alter, amend or repeal the by-laws of this corporation shall be vested, respectively and concurrently, in the Board of Directors and the and the shareholder(s) of this corporation.

**ARTICLE X: AMENDMENT**

This corporation reserves to its shareholder(s) the right to amend or repeal any provisions now or hereafter contained in these Articles of Incorporation (provided any such amendment or repeal is consistent with applicable law. Any rights which these Articles of Incorporation may confer upon this corporation may be modified or canceled by a vote of the shareholder(s) to amend or repeal such Articles of Incorporation (provided any such amendment or repeal is consistent with the provisions of applicable law).

The undersigned incorporator has executed these Articles of Incorporation this 26 day of June, 1997.

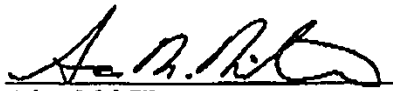
  
\_\_\_\_\_  
Daniel Jarecky,  
Incorporator

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ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Statutes.



Adam M. Miller,  
Registered Agent

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