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TRANSMITTAL LETTER

97 AUG -5 AM 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Penguin Computer Solutions, Inc.
(Proposed corporate name)

500002258075--2
08/05/97--01054--020
****131.25 ****131.25

Enclosed please find an original and one (1) copy of the Articles of Incorporation and a check

for: \$131.25

Filing Fee, Certified Copy & Certificate

FROM: Craig J. Curry
(Name)

15412 Plantation Oaks Drive # 14
(Address)

Tampa, FL 33647
(City, State & Zip)

813-615-0445
(Daytime Telephone number)

will wait

RECEIVED
97 AUG -5 AM 10:50
DIVISION OF CORPORATION

Handwritten signature/initials

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**ARTICLES OF INCORPORATION
OF
Penguin Computer Solutions, Inc.**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I CORPORATE NAME

The name of the corporation shall be **Penguin Computer Solutions, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **16057 Tampa Palms Boulevard West # 185 .
Tampa, FL**

ARTICLE III AUTHORIZED CAPITAL STOCK

The number of common shares which the corporation shall have authority to have outstanding at any one time are **1000**, and carry a par value of **No Par Value**.

ARTICLE IV INITIAL REGISTERED AGENT/OFFICE

The name of the corporation's initial registered agent is **Craig J. Curry** and the mailing address of it's initial agent is **15412 Plantation Oaks Drive #14, Tampa, FL, 33647**.

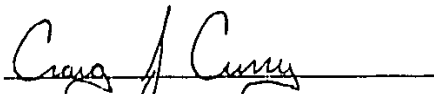
ARTICLE V INCORPORATORS

The name and street address of each incorporator to these Articles of Incorporation is:

Craig J. Curry

15412 Plantation Oaks Drive #14, Tampa, 33647

The undersigned incorporator(s) have executed these Articles of Incorporation this **Twenty-ninth day of July, 1997**.


Craig J. Curry

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

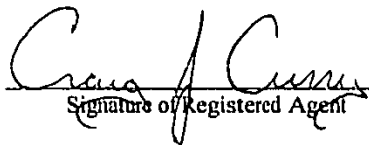
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Penguin Computer Solutions, Inc.
2. The name of the corporation's initial registered agent is Craig J. Curry and the mailing address of it's initial agent is 15412 Plantation Oaks Drive #14, Tampa, FL, 33647.

Having been 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.



Signature of Registered Agent

July 29, 1997

Date