

P97000070051

Samuel Rosenfeld

5117 Society Place West Unit 1  
West Palm Beach, Florida 33415

August 9, 1997

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

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-08/12/97--01100--004  
\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen,

Enclosed please find a check in the amount of \$122.50 for the filing of the Articles of Incorporation of PC - NEXUS, Inc..

Thank you for your immediate attention.

Regards,

Samuel Rosenfeld

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97 AUG 12 AM 11: 13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nc 8/13/97

ARTICLES OF INCORPORATION  
OF  
PC - NEXUS, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE undersigned, acting as incorporator of PC - NEXUS, Inc. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

**ARTICLE I, NAME**

The name of the corporation is: PC - NEXUS, Inc.

**ARTICLE II, ADDRESS**

The mailing address of the corporation is: 5117 Society Place West Unit I, West Palm Beach, Florida 33415

**ARTICLE III, COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV, PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V, AUTHORIZED SHARES**

The maximum number of shares that the corporation is authorized to have outstanding at any time is 7,500 shares of common stock having a par value of \$.01 per share.

**ARTICLE VI, INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation is 5117 Society Place West Unit I, West Palm Beach, Florida 33415 and the name of the corporations initial registered agent at that address is: Samuel Rosenfeld.

**ARTICLE VII INITIAL BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial director is:

<u>Name</u>	<u>Address</u>
Samuel Rosenfeld	5117 Society Place West Unit I West Palm Beach, Florida 33415

**ARTICLE VIII, INCORPORATOR**

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Samuel Rosenfeld	5117 Society Place West Unit I West Palm Beach, Florida 33415

The incorporator of the corporation assigns to this corporation his rights under Section 607.0201, Florida Statutes, to constitute a corporation, and he assigns to those persons designated by the board of directors any rights he may have as incorporator to acquire any of the capital stock of this corporation, this agreement becoming effective on the date corporate existence begins.


**ARTICLE IX. BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors and not the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

**ARTICLE X. AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provisions in these Articles of Incorporation in the manner described by law, and all rights conferred on shareholders are subject to this reservation.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, has executed these Articles of Incorporation the 9th day of August 1997.

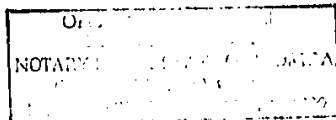
  
Samuel Rosenfeld  
Incorporator

**STATE OF FLORIDA  
COUNTY OF PALM BEACH**

**BEFORE ME**, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared Samuel Rosenfeld, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledges before me that he executed these Articles of Incorporation.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal in the State and County aforesaid this 11 th day August of 1997.

  
Notary Public



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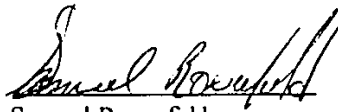
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WRITTEN WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Samuel Rosenfeld, desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, and named as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity, to comply with the provisions of the Florida Business Corporations Act, and am familiar with, and accept, the obligations of that position.



Samuel Rosenfeld  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA