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CT CORPORATION SYSTEM		CANGE OF STA
660 EAST JEFFERSON STR	KEET .	English proprietation and assume
Requestor's Name TALLAHASSEE, FL 32301		500002281315- -08/29/97010790 ***********
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CORPORATI	ON(S) NAME	
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) NonProfit) Limited Liability Co.	() Amendment	() Merger
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STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

JAX COMPUTER INTERNATIONAL, INC.



FIRST: THE CORPORATE NAME THAT SATISFIES THE REQUIREMENTS OF SECTION
607.0401 IS:

JAX COMPUTER INTERNATIONAL, INC.

SECOND: THE STREET ADDRESS OF THE INITIAL PRINCIPAL OFFICE AND, IF
DIFFERENT, THE MAILING ADDRESS OF THE CORPORATION IS: 3980 South Third Street, #14
Jacksonville Beach, Florida 32250

THIRD: THE NUMBER OF SHARES THE CORPORATION IS AUTHORIZED TO ISSUE
IS: 750 of common, no-par shares.

*FOURTH: (a) IF THE SHARES ARE TO BE DIVIDED INTO CLASSES, THE DESIGNATION OF EACH CLASS IS:

(b) STATEMENT OF THE PREFERENCES, LIMITATIONS AND RELATIVE RIGHTS
IN RESPECT OF THE SHARES OF EACH CLASS:

CLASS		PREFERENC	<u>es</u>	LIMITATION	<u>s</u> .	RELATIV	E RIGHTS
							
		•			_		
			PORATION IS TO THE DESIGNAT		-		PREFERRED
-							
-		<u>.</u>					

(*Optional)

(b) STATEMENT OF THE VARIATIONS IN THE RELATIVE RIGHTS AND PREFERENCES AS BETWEEN SERIES INSOFAR AS THE SAME ARE TO BE FIXED IN THE ARTICLES OF INCORPORATION:

SERIES	RELATIVE RIGHTS	PREFERENCES
· · · · · · · · · · · · · · · · · · ·		
DIRECTORS TO	TEMENT OF ANY AUTHORITY TO E ESTABLISH SERIES AND FIX AND D RIGHTS AND PREFERENCES BETWE	ETERMINE THE VARIATIONS IN
SIXTH: PROVIS	SIONS GRANTING PREEMPTIVE RIGI	HTS ARE: NONE

SEVENTH: PROVISIONS FOR THE REGULATION OF THE INTERNAL AFFAIRS OF THE CORPORATION ARE: TO BE PROPOSED BY THE DIRECTORS, AND APPROVED BY A MAJORITY OF ALL OUTSTANDING SHARES.

EIGHTH: THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION IS C/O C T CORPORATION SYSTEM, 1200 SOUTH PINE ISLAND ROAD, CITY OF PLANTATION, FLORIDA 33324, AND THE NAME OF ITS INITIAL REGISTERED AGENT AT SUCH ADDRESS IS C T CORPORATION SYSTEM

*NINTH: THE NUMBER OF DIRECTORS CONSTITUTING THE INITIAL BOARD OF DIRECTORS OF THE CORPORATION IS THREE , AND THE NAMES AND ADDRESSES OF THE PERSONS WHO ARE TO SERVE AS DIRECTORS UNTIL THE FIRST ANNUAL MEETING OF SHAREHOLDERS OR UNTIL THEIR SUCCESSORS ARE ELECTED AND SHALL QUALIFY ARE: Avi Koziner, 1701 The Greens Way, Apt. 913, Jacksonville Beach, FL

Steve Wainkroot" " " 713, " " " Greg Gisher " " " 713, " " "

TENTH: THE NAME AND ADDRESS OF EACH INCORPORATOR IS:

Greg Gisher, 1701 The Greens Way, #713, Jacksonville Beach, FL 32250 Steve Wainkroot, Avi Koziner, 1701 The Greens Way, #713, Jacksonville Beach, FL 32250 32250

THE UNDERSIGNED HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION

THIS 10 DAY OF August , 19 97.

SIGNATURE/TITLE

SIGNATURE/TITLE

G (215hev)

ACCEPTANCE BY THE REGISTERED AGENT AS REQUIRED IN SECTION 607.0501 (3) F.S.: C T CORPORATION SYSTEM IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS PROVIDED FOR IN SECTION 607.0505.

C T CORPORATION SYSTEM

DATED august 28, 19 97.

(TYPE NAME OF OFFICER)

Gil S. Apelis, Asst. Secretary

(TITLE OF OFFICER)

FILED
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SECRETARY OF STATE
SECRETARY OF STATE
SECRETARY OF STATE
TALLAHASSTE. FLORIDA

(FLA - 1959)

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