

P97000089290

TRANSMITTAL LETTER

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

SUBJECT: Computers of Gulf Breeze  
(Proposed corporate name)

Please make the effective date of incorporation 1 November, 1997

Enclosed is an original and one (1) copy of the articles of  
incorporation and a check for  
\$70.00

EFFECTIVE DATE  
11-1-97

700002321677--6  
-10/16/97--01034--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

FROM:

Richard J. Stricula  
Name (printed or typed)

91 Baybridge Dr.  
Address

Gulf Breeze, FL 32561  
City, State, & Zip

(904) 932-7041  
Telephone Number

FILED  
97 OCT 16 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Note: Please provide the original and one copy of the articles.

mc 10/16/97

EFFECTIVE DATE  
11-1-97  
ARTICLES OF INCORPORATION  
OF

FILED  
97 OCT 16 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Computers of Gulf Breeze, Inc.

The undersigned hereby associate themselves together for the purpose of becoming a body corporate under the laws of the State of Florida and do hereby certify, make, subscribe, acknowledge and file, in the Office of the Department of State, this Certificate:

1. The name of the corporation shall be:

Computers of Gulf Breeze, Inc.

2. The general nature of the business to be transacted is as follows: Any and all lawful business.

To manufacture, purchase or otherwise acquire, own, mortgage, pledge, sell, assign and transfer or otherwise dispose of, to invest, trade, deal in and with goods, wares and merchandise and real and personal property of every class and description.

To buy, sell, purchase, assign, hypothecate and otherwise deal in notes, mortgages, bonds and other evidences of indebtedness secured and unsecured, guaranteed, insured or of conventional type.

To acquire and pay in cash, bonds of this corporation, stock or otherwise, the good will, rights, assets and property and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

To borrow money and contract deals when necessary for the transaction of its business or for the exercise of its corporate rights, privileges of franchises or for any other lawful purpose of its incorporation; to insure bonds, promissory notes, bills of exchange, debentures, obligations and evidences of indebtedness, payable at a specific time or times, or payable upon the happening of a specific event or events, whether secured by mortgage, pledge or otherwise, or unsecured, for money borrowed or

rights or interest therein or thereunder.

To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares of capital stock of, or any bonds, securities or indebtedness created by any other corporation or corporations organized under the laws of this State or any other State or government, and while the owners of such stock to exercise all rights, powers and privileges of ownership, including the right to vote thereon.

To purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock except from the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly now counted as outstanding for the purpose of any stockholders' quorum or vote.

To conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in this State or in any of the several states, territories, possessions and dependencies of the United States, District of Columbia and foreign countries.

To do all and everything necessary and proper for the accomplishment of the objects enumerated in this Certificate of Incorporation or any amendment thereto or necessary or incidental to the protection and benefit of this corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation, whether or not such business is similar in nature to the objects set forth in this Certificate of Incorporation or any amendments thereto, and to do any or all of the things herein above set forth to the same extent as natural persons might or could do.

The foregoing clauses shall be construed both as

nature business of businesses to be transacted or engaged in by said corporation, but shall be in addition to the business or businesses authorized to be conducted by corporations under the law of the State of Florida.

3. The maximum number of shares of stock this corporation is authorized to have outstanding at any one time shall be ten thousand (10,000) shares at a par value of One Dollar (\$1.00) per share.

4. The amount of capital with which this corporation shall begin business is hereby fixed at One Thousand Dollars (\$1,000.00).

5. That this corporation shall commence on the 1st day of November, 1997 and exist perpetually and its existence shall cease only upon its lawful dissolution.

6. That the principal office of this corporation will be in the City of Gulf Breeze, County of Santa Rosa, State of Florida, and that the Post Office Address of the principal office is 91 Baybridge Dr., Gulf Breeze, Santa Rosa County, Florida 32561. That the registered agent of this corporation shall be Richard J. Stricula, and that the Post Office Address for the registered agent is: 91 Baybridge Dr., Gulf Breeze, Santa Rosa County, Florida 32561.

7. That the number of directors of said corporation is hereby fixed at not less than one (1) nor more than five (5), the number to be chosen for any given year to be determined by the stockholders at annual meeting for the election of officers.

8. The names and post office addresses of the members of the first Board of Directors who, subject to the provisions of this Certificate of Incorporation, the By-Laws of this corporation and the laws of the State of Florida, who shall hold office for the first year of the existence of the corporation or until their

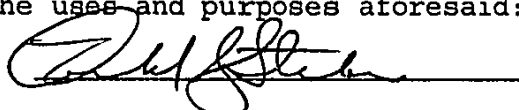
The whole or any part of the capital stock of the corporation (including that subscribed herein) may be paid for in money, or property, labor, services or real estate having a value, in the judgement of the Board of Directors, equivalent to the full par value of the shares of stock to be issued.

The Board of Directors is hereby authorized to issue and hold all or any part of the shares of the capital stock of the corporation (including that subscribed herein) as partly paid.

9. The officers of this corporation who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified shall be:

President:	Richard J. Stricula
Vice-President:	
Secretary:	Richard J. Stricula
Treasurer:	Richard J. Stricula

IN WITNESS WHEREOF, we, the undersigned, have hereunto set our hand and seal to this Certificate of Incorporation as subscribers aforesaid on this the 15 day of OCTOBER 1997, and made and entered into this Certificate of Incorporation at Santa Rosa County, Florida, for the uses and purposes aforesaid:

  
Richard J. Stricula

STATE OF FLORIDA

COUNTY OF SANTA ROSA

Before me, the undersigned Notary Public, in and for said State and County, personally appeared Richard J. Stricula, party to the foregoing Certificate of Incorporation, to me well known and known to me to be the individual described in and who executed the foregoing Certificate of Incorporation of

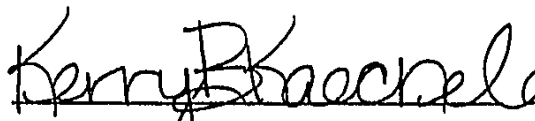
Computers of Gulf Breeze, Inc.

and acknowledge the foregoing Certificate of Incorporation as his voluntary act and deed for the purpose of forming a body corporate, pursuant to and under the provisions of the laws of the State of Florida, and the foregoing Certificate of Incorporation, and that the facts set forth therein are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Santa Rosa County, Florida this 15<sup>th</sup> day of October, 1997.



Kerry B. Kaschela  
MY COMMISSION # CC616327 EXPIRES  
February 6, 2001  
BONDED THRU TROY FARM INSURANCE, INC.

  
NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

Feb. 5, 2001

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

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: Computers of Gulf Breeze, Inc.
2. The name and address of the registered agent and office is:

Richard J. Stricula  
(Name)

91 Baybridge Dr.  
(P.O. Box not acceptable)

Gulf Breeze, FL. 32561  
(City/state/zip)

FILED  
97 OCT 16 PM 2:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL

  
(Signature)

RICHARD J STRICULA  
October 15, 1997