

P98000003231

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

PLEASE FILE THE ENCLOSED ARTICLES OF INCORPORATION (PROFIT).
ENCLOSED IS A CHECK IN THE AMOUNT OF \$122.50 FOR THE FILING FEE
AND A CERTIFIED COPY.

PLEASE RETURN ANY CORRESPONDENCE REGARDING THIS FILING,
INCLUDING THE CERTIFIED COPY, TO:

DEMETRIOS MOUSTOPOULOS, CPA
2158 SUMMIT WAY
PALM HARBOR, FL 34684

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****122.50 ****122.50

SHOULD YOU HAVE ANY QUESTIONS PLEASE CALL ME AT (813) 781-0346.

THANK YOU,

Demetrios Moustopoulos

DEMETRIOS MOUSTOPOULOS

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN -9 AM 8:30

1-13-98
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ARTICLES OF CORPORATION OF

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE ONE NAME

The name of the corporation is COMTECH, INC.

ARTICLE TWO DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE PURPOSE

This corporation is organized for the purposes of operating a computer sales and service business and all other purposes for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR CAPITAL STOCK

The aggregate number of shares that the corporation has authority to issue is 100 shares of no par value common stock.

ARTICLE FIVE PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

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ARTICLE SIX
STOCK TRANSFER RESTRICTIONS

No transfer of stock shall be valid, until ten days after the corporation, through its secretary, shall have had written notice of the proposed sale, the number of shares proposed to be sold, the price at which the proposed sale is to be made, and the name of the prospective buyer. During such ten days, the corporation shall have the option to buy at the price set by seller any shares of outstanding stock, before its owner or the person in whose name it stands on the books of the corporation, may transfer them. Should the corporation not have the funds to buy the shares, or should it deem it undesirable to purchase them for any other reason, another existing shareholder shall have the option, for an additional ten days, of purchasing the shares at the price set by the seller in proportion to the number of shares then held by the shareholder. In the event a dispute exists between the shareholders and the corporation in regards to the fair market value of the shares, the fair market value will be determined by binding arbitration. In no event may the shares be sold to a third party without the written consent of the Board of Directors. However, the Board of Directors may not unreasonably refuse to allow the sale of shares to a third party.

ARTICLE SEVEN
TRANSFER EXCEPTIONS

Notwithstanding anything herein to the contrary, any shareholder may at any time during such shareholder's lifetime transfer any of such shareholder's share in the company to his or her spouse, father or mother, children (unless those children have not reached their age of majority, in which event the shareholder may transfer the stock in trust for the benefit of such minor children) or to the trustee or trustees under any trust created during his or her lifetime for the benefit of the shareholder, his or her spouse, father or mother, or children. However, the spouse, father, mother, children or trustee shall agree in writing prior to such transfer to become a party to and be bound by all the terms and conditions of the agreement which provides for the corporation's

option to purchase shares before sale to other stockholders or third persons, just as if they were original parties to such agreement.

**ARTICLE EIGHT
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 460 Island Way, Clearwater, FL 33767 and, the name of the initial registered agent is Konstadinos Vasilopoulos, whose address is 460 Island Way, Clearwater, FL 33767.

**ARTICLE NINE
DIRECTORS**

The initial board of directors of the corporation shall consist of 1 member. The name and address of the first board of directors is:

Name	Address
Konstadinos Vasilopoulos	460 Island Way Clearwater, FL 33767

**ARTICLE TEN
INCORPORATORS**

The name and street address of the incorporator signing these Articles of Incorporation is

Konstadinos Vasilopoulos	460 Island Way Clearwater, FL 33767
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**ARTICLE ELEVEN
OFFICERS**

The name, address, and title of the first officer is:

Konstadinos Vasilopoulos	460 Island Way
President/Secretary/Treasurer	Clearwater, FL 33767


Konstadinos Vasilopoulos, Incorporator

To: The Department of State
Tallahassee, Florida 32304

Certificate Designating Place of Business or Domicile For the Service of Process Within
Florida, Naming Agent Upon Whom Process May be Served.

In compliance with Section 607.325 of the Florida General Corporation Act, the following
is submitted:

Comtech, Inc., with its place of business at 460 Island Way, Clearwater, FL 33767 has named
Konstadinos Vasilopoulos of 460 Island Way, Clearwater, FL 33767 as its agent to accept
service of process within Florida.

DATED this 6TH Day of January, 1998



Konstadinos Vasilopoulos, President

Having been named to accept service of process for the above stated corporation, at the place
designated in this certificate, I hereby agree to act in this capacity.

Dated by me on this 6TH day of January, 1998.



Konstadinos Vasilopoulos

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