

LAW OFFICES
BRADY & COKER
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS
1318 SOUTHEAST 2ND AVENUE
FORT LAUDERDALE, FLORIDA 33316

P98000013315

JAMES C. BRADY, P.A. *
RICHARD G. COKER, JR., P.A.
ROD A. FEINER

TELEPHONE (954) 761-1404
TELEFAX (954) 761-1489

* JAMES C. BRADY
ALSO MEMBER: VIRGINIA BAR AND
BAR OF THE DISTRICT OF COLUMBIA

WASHINGTON D.C.
TELEFAX (202) 547-0863

February 5, 1998

Secretary of State
Division of Corporations
Post office Box 6327
Tallahassee, Florida 32314

Re: Chip's Computers, Inc.

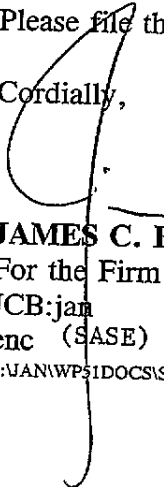
Dear Sirs:

I enclose the following:

1. Articles of Incorporation of Chip's Computers, Inc.
2. Designation of Resident Agent
3. Acceptance of Appointment of Registered Agent
4. Brady & Coker check number 7822 in the amount of \$122.50.

Please file the Articles of Incorporation and provide me with a certified copy thereof.

Cordially,


JAMES C. BRADY
For the Firm
JCB:jam
enc (SASE)
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D. BROWN FEB 10 1998

**ARTICLES OF INCORPORATION
of
CHIP'S COMPUTERS, INC.**

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DIVISION OF CORPORATIONS
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ARTICLE I. NAME: The name of this corporation is CHIP'S COMPUTERS, INC.

ARTICLE II. DURATION: This corporation shall have perpetual existence.

ARTICLE III. PURPOSE: This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV. CAPITAL STOCK: This corporation is authorized to issue Five Hundred (500) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V. PREEMPTIVE RIGHTS: Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT: The street address of the initial registered office of this corporation is 1318 Southeast 2nd Avenue, Fort Lauderdale, Florida 33316, and the name of the initial registered agent of this corporation at that address is as follows:

James C. Brady

ARTICLE VII. INITIAL BOARD OF DIRECTORS: This corporation shall have One (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this corporation follow:

Charles J. Rich III
2115 Citrus Boulevard
Suite D
Leesburg, Florida 34748

James A. Brady, Esquire
Florida Bar No. 154804
Brady & Coker, P.A.
1318 Southeast 2nd Avenue
Fort Lauderdale, Florida 33316
Telephone (954) 761-1404

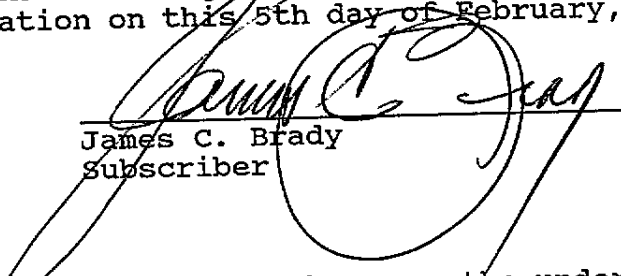
ARTICLE VIII. INCORPORATOR: The name and address of the person signing these articles is:

James C. Brady
1218 Southeast 2nd Avenue
Fort Lauderdale, Florida 33316

ARTICLE IX. INDEMNIFICATION: This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X. AMENDMENT: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

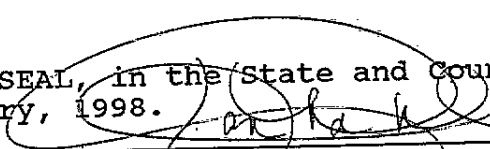
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 5th day of February, 1998.

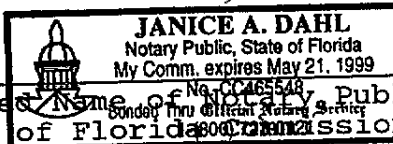

James C. Brady
Subscriber

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day, before me, the undersigned officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared James C. Brady, to me known to be the person described in and who executed the foregoing articles of Incorporation, and said subscriber so swore to and acknowledged before me.

WITNESS MY HAND AND SEAL, in the State and County aforesaid, on this 5th day of February, 1998.


Notary Public, State of Florida
Notarial seal (stamped in black ink):



Printed Name of Notary Public
State of Florida Commission Number:

**STATE OF FLORIDA
DEPARTMENT OF STATE**

**Certificate Designating Place of Business or Domicile for
the Service of Process Within this State, Naming Agent
Upon Whom Process May Be Served and Providing Names and
Addresses of the Officers and Directors**

The following is submitted in compliance with Sections 48.091 and 607.050, Florida Statutes:

CHIP'S COMPUTERS, INC., a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 1318 Southeast 2nd Avenue, Fort Lauderdale, Florida 33316, State of Florida, has named James C. Brady, located at 1318 Southeast 2nd Avenue, Fort Lauderdale, Broward County, Florida, as its agent to accept service of process within this State.

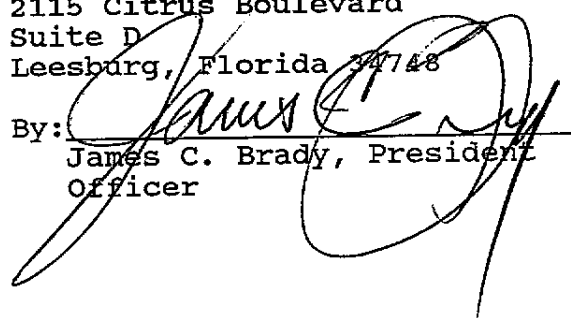
OFFICERS:

NAMES	TITLES	SPECIFIC ADDRESSES
James C. Brady	President	1318 Southeast 2nd Ave. Fort Lauderdale, FL 33316

DIRECTORS:

DIRECTORS

SPECIFIC ADDRESSES
Charles J. Rich III
2115 Citrus Boulevard
Suite D
Leesburg, Florida 34748

By: 
James C. Brady, President
Officer

ACCEPTANCE OF APPOINTMENT

Pursuant to §§ 48.091 and 607.0501, Fla. Stat., the undersigned acknowledges and accepts his appointment as registered agent of Chip's Computers, Inc., and agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act relative to keeping open the registered office at the address specified above. The undersigned is familiar with and accepts obligations of § 607.0505, Fla. Stat.

By: 

James C. Brady
Registered Agent

Dated: February 5, 1998

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