

P98000014036

G Com (Miami), Inc.  
c/o Mr. Tze Hung Lee  
8606 N.W. 70<sup>th</sup> Street  
Miami, Florida 33166

February 6, 1998

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

Re: G Com (Miami), Inc.

100002427721--1  
-02/11/98--01065--020  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

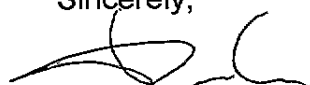
Enclosed are the original and one copy of the Articles of Incorporation for the above proposed corporation.

Also enclosed is a check in the amount of \$122.50 in payment of the following fees:

Filing Fee	\$ 70.00
Certification of one copy of the Articles	<u>52.50</u>
<b>TOTAL</b>	<b><u>\$ 122.50</u></b>

Please file the original Articles and return the certified copy to me at the above address.

Sincerely,

  
Tze Hung Lee

FILED  
FEB 11 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



**ARTICLES OF INCORPORATION  
OF  
G COM (Miami), INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this Corporation shall be **G COM (Miami), Inc.**

**ARTICLE II  
NATURE OF BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, or any other state, including, but not necessarily limited to, import, export, retail, and wholesale of computer hardware and software.

**ARTICLE III  
CAPITAL STOCK**

The authorized capital stock of this Corporation shall consist of 5,000 shares of Common Stock with a par value one dollar (\$1.00) per share.

The stock of the Corporation shall be issued for such consideration as may be determined by the Board of Directors of the Corporation. Shareholders may enter into agreements with the Corporation or with each other to control or restrict the transfer of stock and such agreements may take the form of options, rights of first refusal, buy-sell agreements or any other lawful form of agreement.

#### **ARTICLE IV**

##### **ADDRESS OF PRINCIPAL OFFICE IN THIS STATE**

The initial street and mailing address of the principal office of this Corporation in the State of Florida is: 8606 N.W. 70<sup>th</sup> Street, Miami, Florida 33166. The Board of Directors may from time to time move the principal office to another address in Florida.

#### **ARTICLE V**

##### **NUMBER OF DIRECTORS**

The business of this Corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the Bylaws.

#### **ARTICLE VI**

##### **INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The name and street address of the first Board of Directors who shall hold office for the first year of the corporation's existence, or until his successors are elected and have qualified, is as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Tze Hung Lee	8031 Lake Drive, Apt. #203 Miami, Florida 33166

**ARTICLE VII**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 8606 N.W. 70<sup>th</sup> Street, Miami, Florida 33166, and the name of the initial registered agent of this Corporation at that address is Tze Hung Lee.

**ARTICLE VIII**  
**BYLAWS**

The shareholders or the Board of Directors shall adopt Bylaws for the Corporation. The Bylaw may be amended, altered or repealed by the shareholders or the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

**ARTICLE IX**  
**AMENDMENT**

These Articles of Incorporation may be amended or repealed by an affirmative vote of a majority of the shareholders at any meeting expressly called for said purpose, and all rights conferred upon shareholders hereunder are granted subject to this reservation.

**ARTICLE X**  
**INCORPORATOR**

The name and street address of the Incorporator of this Corporation is as follows:

Tze Hung Lee  
8031 Lake Drive, Apt. #203  
Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6 day of February, 1998.



Tze Hung Lee

FD FDL # 2000 808-70-365

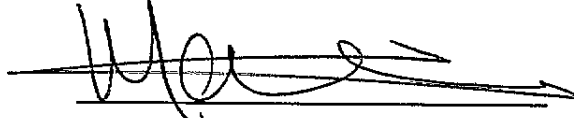
STATE OF FLORIDA )

)SS:

COUNTY OF DADE )

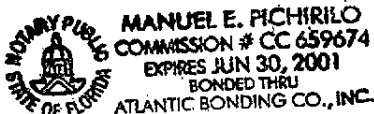
BEFORE ME, A Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Tze Hung Lee, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 6 day of February 1998.



NOTARY PUBLIC  
State of Florida at Large

My Commission Expires: (NOTARY SEAL)



REGISTERED AGENT'S ACCEPTANCE AGREEMENT

Having been named to accept service of process for G COM (Miami), INC., a Florida corporation, at the place designated in the Articles of Incorporation for the said corporation, I, the undersigned, hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relatives to the proper and complete performance of my duties.

  
Tze hung Lee

2/6/98  
Date

FILED  
98 FEB 11 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA