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-02/19/98-01004-026  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

U.S. computers, INC.



Empire Toll Free: 1-800-432-3028

RECEIVED  
98 FEB 19 AM 9:54  
DIVISION OF CORPORATIONS  
98 FEB 26 AM 10:23  
FILED  
SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation        | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem    | <input type="checkbox"/> After 4:30                 |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Will Wait          | <input type="checkbox"/> Mail Out                   |
| <input checked="" type="checkbox"/> Walk In        | <input checked="" type="checkbox"/> Pick Up |   |

Name
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Verifier
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2/26

Office Seal

certified copy

W98-3731



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

RECEIVED  
98 FEB 26 AM 9:34  
DIVISION OF CORPORATION

February 23, 1998

EMPIRE

SUBJECT: U.S. COMPUTERS, INC.  
Ref. Number: W98000003731

We have received your document for U.S. COMPUTERS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 998A00010038

FILED

98 FEB 26 AM 10:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**

**USA COMPUTER ENTERPRISE, INC.**

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

**ARTICLE I**

The name of the corporation is **USA COMPUTER ENTERPRISE, INC.**

**ARTICLE II**

The term of the existence of the corporation is perpetual. The inception date of the corporation and the day it began operations is **February 25 1998**

**ARTICLE III**

The general purposes for which the corporation is **sell computers wholesale and retail.**

**ARTICLE IV**

The aggregate number of shares of stock which the corporation is authorized to issue is **One Hundred (100).**

**ARTICLE V**

The street address of the initial registered office and the principal place of business of the corporation is **7700 North Kendall Drive, Suite 405, Miami, Florida 33156** and the name of the agent at such address is : **Lorn Leitman.**

#### ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is THREE (3). The name and address of the person/persons who is/are to serve as initial board are:

<u>Name</u>	<u>Address</u>
Lorn Leitman	7700 North Kendall Drive Suite 405 Miami, FL 33156
Robinson A. Ramirez	8500 SW 109 Avenue Suite 226 Miami, FL 33173
Frank O'Donnell	7907 NW 53 Street Suite 254 Miami, FL 33166
James Marshall	8500 SW 109 Avenue Suite 226 Miami, FL 33173

#### ARTICLE VII

The name and address of the person signing these articles of incorporation is:

<u>Name</u>	<u>Address</u>
Lorn Leitman	7700 North Kendall Drive Suite 405 Miami, FL 33156

Executed by the undersigned at Miami, Dade County, Florida on this 13  
day of February, 19 98.

  
\_\_\_\_\_  
U.S. Computer, Inc.

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

LB

Before me, the undersigned authority, personally appeared Lorn Leitman to me well known to be the person who executed the foregoing ARTICLES OF INCORPORATION and acknowledged before me, according to law, that he made and subscribed the same for the purposes therein mentioned and set forth

IN WITNESS WHEREOF, I have hereunto set my hand and seal this B  
day of February, 1998.



**CATHERINE CORDERO**  
COMMISSION # CC 362199  
EXPIRES APR 5, 1998  
BONDED THRU  
**ATLANTIC BONDING CO., INC.**

Catherine Cardero

Notary Public, State of Florida, at Large

**My Commission Expires:**

April 6, 1998

**CERTIFICATE DESIGNATION (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

**USA COMPUTER ENTERPRISE, INC.**

First - That USA COMPUTER ENTERPRISE, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Miami,

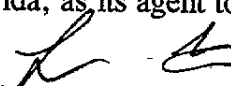
County of Dade, State of Florida,

has named Lorn Leitman,  
(Name of Registered Agent)

located at 7700 North Kendall Drive, Suite 405

City of Miami, County of Dade,

State of Florida, as its agent to accept service of process within this state.

  
**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

**FILED**

98 FEB 26 AM 10:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA