

P98000020612

DAVID J. KAPPER, ESQ.

10340 NW 16TH COURT
PLANTATION, FLORIDA 33322
954 472-0290

February 27, 1998

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

98 MAR -3 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

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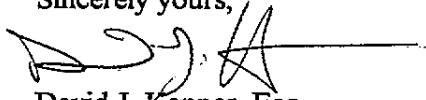
Dear Sir/Madam:

Enclosed please find the information required to file for incorporation on behalf of "~~COMPU
WORLD, INC.~~", "COMPUTER KINGDOM, INC" & "TIME DISTRIBUTORS, INC."
Additionally you will find a check in the amount of ~~\$210.00~~ ^{140.00} made out to the State for all ~~3~~ ² Corporations.

Please send these confirmations back to me using the enclosed UPS overnight delivery forms.

Thank you, for all your assistance and, in advance, for your immediate attention to this matter. I am, as always,

Sincerely yours,


David J. Kapper, Esq.

JMK-3/4/98

**ARTICLES OF INCORPORATION
OF
TIME DISTRIBUTORS, INC.**

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ARTICLE I: NAME
The name of the corporation shall be:
TIME DISTRIBUTORS, INC.

ARTICLE II: PRINCIPAL OFFICE
The principal place of business and mailing address of this corporation shall be :
351 SOUTH CYPRESS ROAD, SUITE 400, POMPANO BEACH, FLORIDA 33060

ARTICLE III: SHARES
The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
ONE HUNDRED (100) SHARES AT \$1.00 PAR VALUE

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and address of the initial registered agent is:
RALPH L. DEVINE
351 SOUTH CYPRESS ROAD, SUITE 400, POMPANO BEACH, FLORIDA □

ARTICLE V: OFFICER(S)
RALPH L. DEVINE - PRESIDENT
RICHARD SILVER - VICE-PRESIDENT

ARTICLE VI: INCORPORATOR(S)
The name and street address of the incorporator to these Articles of Incorporation is:
DAVID J. KAPPER
10340 NW 16TH COURT, PLANTATION, FL 33322

The undersigned incorporator has executed these Articles of Incorporation this 27th day of February, 1998.



DAVID J. KAPPER-INCORPORATOR

2/27/98

DATE

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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:
TIME DISTRIBUTORS, INC.
2. The name and address of the registered agent and office is:
RALPH L. DEVINE
351 SOUTH CYPRESS ROAD, SUITE 400, POMPANO BEACH, FLORIDA

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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.



RALPH L. DEVINE

DATE

2/27/98