

P98 0000 21415
TRANSMITTAL LETTER

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

FILED
98 MAR -5 AM 10:18
TALLAHASSEE, FLORIDA

SUBJECT: Computers U Design, Inc.
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check
for \$ 70.00

600002448026--5
-03/05/98--01042--002
*****70.00 *****70.00

FROM: Robert A Yarbrough
Name (printed or typed)
14267 Pablo Woods Lane
Address
Jacksonville FL 32224
City, State, & Zip
(904) 223-5389
Telephone Number

Note: Please provide the original and one copy of the Articles.

F. CHESSEB MAR 6 1998

ARTICLES OF INCORPORATION

OF

Computers U Design, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is: Computers U Design, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business, all in keeping with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$10.00 par value common stock which shall be designated "Common Stock."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata 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, MAILING OFFICE, AND REGISTERED AGENTS OFFICE

The street of the initial registered office, mailing office, and registered agent's office of this corporation is 14267 Pablo Woods Lane, Jacksonville, FL 32224.

The name of the initial registered agent of this corporation is Robert A Yarbrough.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

NAME

ADDRESS

President Robert A Yarbrough

14267 Pablo Woods Lane
Jacksonville, FL 32224

Vice President David Reams

10468 Anchorage Cove Lane
Jacksonville, FL 32257

ARTICLE VIII - INCORPORATORS

NAME

ADDRESS

Robert A. Yarbrough

14267 Pablo Woods Lane
Jacksonville, FL 32224

David Reams

10468 Anchorage Cove Lane
Jacksonville, FL 32257


ARTICLE IX - INDEMNIFICATION

The 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 provision 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 subscribers have executed these Articles of Incorporation this 2nd day of January 1998.



SUBSCRIBER Robert A Yarbrough



SUBSCRIBER David Reams

SUBSCRIBER


STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Robert A Yarbrough

known to be and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledge before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 2nd day of January 1998.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.

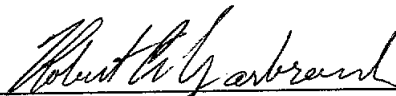
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED:

FIRST - That Computers U Design, Inc.

desiring to organize or qualify under the laws of the State of Florida, with its principal place of
business at the City of Jacksonville, State of Florida, has named Robert A Yarbrough

located at 14267 Pablo Woods Lane , Jacksonville, Florida
32224 , as its agent to accept service of process within Florida.

SIGNATURE



TITLE:


Robert A Yarbrough
PRESIDENT

DATE:

January 2, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
CAPTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
PERFORMANCE OF MY DUTIES.

SIGNATURE


REGISTERED AGENT
Robert A Yarbrough

DATE:

January 2, 1998

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TALLAHASSEE, FLORIDA