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June 5, 1998

P98000051967

Department of State
Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32301

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-06/08/98--01029--010
****131.25 ****131.25

RE: COMPUTE AGAIN, INC.

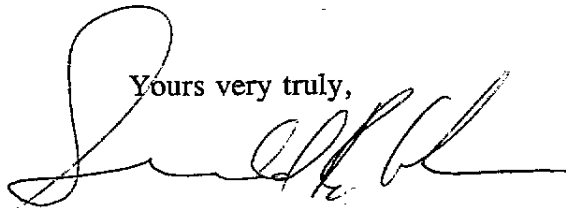
Gentlemen:

Enclosed please find the following:

1. Original and one copy of the Articles of Incorporation of COMPUTE AGAIN, INC.;
2. Original and one copy of the Certificate of Designation of Registered Agent/Registered Officer;
3. Check in the sum of \$131.25 to cover the \$35.00 (For-profit corporation filing fee); \$35.00 (Registered Agent Designation); \$52.50 (Certified copy of Articles); And \$8.85 (Certificate of Status).

Please file the original of the enclosed documents and return a certified copy to the undersigned.

Yours very truly,



Gerald R. Colen

GRC/mpj
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -8 PM 2:19

BP
06-10-98

ARTICLES OF INCORPORATION
OF
COMPUTE AGAIN, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN -8 PM 2:19

The undersigned, acting as Incorporators of a corporation under the Florida General Corporation Act, adopt the following ARTICLES OF INCORPORATION for such corporation:

ARTICLE I. NAME

The name of this corporation is COMPUTE AGAIN, INC.

ARTICLE II. DURATION

The period of its duration is perpetual.

ARTICLE III. PURPOSE

This Corporation is organized to engage in any activity or business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This Corporation is authorized to issue 500 shares of stock.

ARTICLE V. INITIAL STREET ADDRESS

The initial street address of the principal office of this Corporation is 4841 Inverness Court, #104, Palm Harbor, FL 34685.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of directors constituting its initial board of directors is one, whose name and address is: BRUCE G. DUKAS, 4841 Inverness Court, #104, Palm Harbor, FL 34685

ARTICLE VII. INCORPORATORS

The name and address of the incorporator is: BRUCE G. DUKAS, 4841 Inverness Court, #104, Palm Harbor, FL 34685.

ARTICLE VIII. AMENDMENT OF ARTICLES

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.

ARTICLE IX. REGISTERED AGENT AND ADDRESS

The name of the registered agent and the street address of the registered office are as follows: BRUCE G. DUKAS, 4841 Inverness Court, #104, Palm Harbor, FL 34685.

ARTICLE X. POWERS

This Corporation shall have the power to do any and all things necessary, suitable, convenient or proper for the accomplishment of any of the purposes of the attainment of any of the objects relative to the operation and maintenance of a business. In addition, this Corporation shall have all the powers set forth in Chapter 607.011, Florida Statutes (1984), and as amended thereafter.

ARTICLE XI. 1244 ELECTION

The capital stock issued by the Corporation shall be issued in accordance with the requirements of Section 1244 of the Internal Revenue Code, so as to have it qualify as Section 1244 stock, and the Corporation shall adopt appropriate resolutions to accomplish this purpose.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these ARTICLES OF INCORPORATION, this 4th day of June, 1998.


BRUCE G. DUKAS, INCORPORATOR

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as Registered Agent for said Corporation and certify that I am familiar with and accept the obligations of that position.


BRUCE G. DUKAS, REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared BRUCE G. DUKAS, who is personally known to me or produced Drivers License as identification and who, being by me first duly sworn, deposes and says that he is the person who subscribed the above and foregoing ARTICLES OF INCORPORATION for the purposes therein expressed.

SWORN TO and subscribed before me this 4th day of June, 1998.


NOTARY PUBLIC

My Commission Expires:



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: COMPUTE AGAIN, INC.

2. The name and address of the registered agent and office is:

BRUCE G. DUKAS

(Name)

4841 INVERNESS COURT, #104

(P.O. Box not acceptable)

PALM HARBOR, FL 34685

(City/State/Zip)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -8 PM 2:19

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.


(Signature)

BRUCE G. DUKAS, REGISTERED AGENT

6/4/98
(Date)