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August 22, 1998

Ms. Doris Brown
Documentation Specialist
Florida Department of State
Division of Corporations
P.O. Box 63217
Tallahassee, FL 32314

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Dear Ms. Brown:

I may be reached at (561) 470-9970 during the day. The person answering the phone can then page me.
Thank you for your assistance.

Sincerely,


John Adams

JOHN ADAMS
8661 N.W. 24TH STREET
SUNRISE, FL 33322

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 26 PM 2:30

780.505.1255
W98-18868

D. BROWN AUG 26 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1998

JOHN ADAMS
8661 N.W. 24TH STREET
SUNRISE, FL 33322

SUBJECT: EMERALD SYSTEMS-COMPUTER REPAIR AND SOFTWARE
Ref. Number: W98000018868

We have received your document for EMERALD SYSTEMS-COMPUTER REPAIR AND SOFTWARE and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 398A00042815

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

**ARTICLES OF INCORPORATION
OF
Emerald Systems – Computer Repair and Software, Inc.**

FILED
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DIVISION OF CORPORATIONS
98 AUG 26 PM 2:30

The undersigned subscribers to these articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the Laws of the State of Florida.

ARTICLE I

Name of Corporation

The name of this corporation is: **Emerald Systems – Computer Repair and Software, Inc.**

ARTICLE II

Purpose and Goals

The general nature of the business or businesses to be transacted by this corporation is the following, namely:

- (a) To own operate computer consulting business, computer consumer services, retail store, consignment store, or any store or store front serving the consuming public. To engage generally in the business or ownership and operation of retail store, consignment store or any store or store front serving the consuming public for profit.
- (b) To acquire all real property and equipment necessary to conduct such business or businesses and to do every thing commonly done by those conducting a similar business.
- (c) To borrow money for the business of the corporation, and for all purposes any obligation upon such terms as the Board of Directors may determine.
- (d) To enter into, make, perform, and carry out contracts of every sort and kind with any person, firm, association or corporation private, public or municipal, or body politic, and with the Government of the United States or any state, territory or colony thereof, or any foreign government.
- (e) To do everything necessary, proper, convenient or incidental to the accomplishment of the purposes and objectives of the corporation, or which is calculated directly or indirectly to promote the interest of the corporation or to enhance the value of its properties or rights.

ARTICLE III

Shares

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: 150 (150) SHARES of common stock without nominal or par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

Capital

The amount of capital with which this corporation will begin business is not less than ONE HUNDRED and FIFTY (\$150.00) DOLLARS.

ARTICLE V

Existence

This corporation is to exist perpetually.

ARTICLE VI

Address

The initial post office and street address of the principal of this corporation in the State of Florida is 8661 NW 24th Street, Sunrise, Florida, 33322. The Board of Directors may from time to time move the principal office to any other address in Florida. The name of the Initial Registered Agent at that same address is John Adams.

ARTICLE VII

Number of Directors

The corporation shall have not less than three (3) Directors initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than three.

ARTICLE VIII

Names and Addresses of Directors and Officers

The names and post office and street address of the members of the first Board of Directors, the President, the Vice President and the Secretary/Treasurer are:

DIRECTORS

NAME	ADDRESS	OFFICE
John Adams	8661 NW 24th Street Sunrise, Fl. 33322	Director
Donald Edward Brooks	9229 NW 66 th Lane Parkland, Fl. 33069	Director
Edward Rafailovitch	7040 W Palmetto Park Rd Suite 396 Boca Raton, FL 33433	Director

OFFICERS

John Adams	8661 NW 24 th Street Sunrise, Fl. 33322	President
Donald Edward Brooks	9229 NW 66 th Lane Parkland, Fl. 33069	Vice - President
Edward Rafailovitch	7040 W Palmetto Park Rd Suite 396 Boca Raton, FL 33433	Secretary/Treasurer

ARTICLE IX

Subscribers

The name and post office of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration therefor are:

NAME	ADDRESS	SHARES	CONSIDERATION
John Adams	8661 NW 24 th Street Sunrise, Fl. 33322	50	\$50.00
Ed Brooks	9229 NW 66 th Lane Parkland, Fl. 33069	50	\$50.00
Edward Rafailovitch	7040 W Palmetto Park Rd Suite 396 Boca Raton, FL 33433	50	\$50.00

ARTICLE X

Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon.

ARTICLE XI

By Laws

The Shareholders agree that within 30 days of incorporation a set of by-laws will be submitted for approval by the Board of Directors

1. These by-laws will provide a schedule of all of the property owned by the corporation tangible and otherwise which is to be shared equally.
2. All assets of the corporation shall be titled in the name of the corporation.
3. In the event that it is necessary for a personal guarantee on any venture of the corporation, that guarantee shall be done by all stockholders equally.
4. The by-laws shall provide the method of the distribution of profits and range of salaries for each stockholder.
5. The by-laws shall provide the right of first refusal in the event that any shareholder wishes to sell their stock in the corporation.



John Adams

Donald Edward Brooks

Edward Rafailovitch

STATE OF FLORIDA)
 (ss.
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared John Adams, Donald Edward Brooks and Edward Rafailovitch, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this _____ day of _____, 1998

Register Agent

Emerald Systems – Computer Repair & Software, Inc.

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 of Registered Agent

8/21/98
Date

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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