

JUSTIN EDWARD BEALS
ATTORNEY AT LAW

BRICKELL BAYVIEW CENTRE
SUITE 2000
80 SOUTHWEST 8TH STREET
MIAMI, FLORIDA 33130

TEL: (305) 379-0854
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October 16, 1998

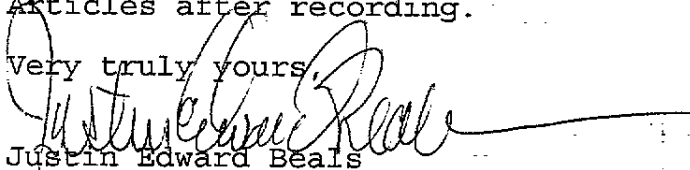
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: ARTICLES OF INCORPORATION

Gentlemen:

Enclosed please find Articles of Incorporation for TOTAL COMPUTER SERVICES CORP. and our office check in the amount of \$78.75 to cover the filing fee and fee for registered agent designation. Also enclosed is a self-addressed envelope for the return of the Articles after recording.

Very truly yours,


Justin Edward Beals

JEB/jm
enc

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 19 AM 9:55

D. BROWN OCT 21 1998

ARTICLES OF INCORPORATION
OF
TOTAL COMPUTER SERVICES CORP.

A Florida Corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 19 AM 9:55

BY THESE ARTICLES OF INCORPORATION, the incorporator named below, a natural person competent to contract, hereby forms a corporation under the laws of the state of Florida.

ARTICLE I

NAME. The name of this corporation is:

TOTAL COMPUTER SERVICES CORP.

and the initial principal address of the corporation is:

7103 S.W. 115th Avenue, Unit A

Miami, Florida 33173

ARTICLE II

TERM. This corporation shall exist perpetually, unless dissolved according to law.

ARTICLE III

PURPOSE. The purpose for which this corporation is organized is to establish a new business for sales, service, and consulting for computers and related equipment in the Miami, Florida area; and also to carry on all other lawful activities in which a Florida corporation may engage.

ARTICLE IV

REGISTERED OFFICE AND AGENT. The street address of the initial registered office of this Corporation is:

Brickell BayView Centre
80 S.W. 8th Street
Suite 2000
Miami, FL 33130

and the name of the initial registered agent at such address is:

JUSTIN EDWARD BEALS

ARTICLE V

BOARD OF DIRECTORS. The Corporation shall have no less than one (1) member of the initial Board of Directors. The number of Directors may be increased or decreased from time to time pursuant to the ByLaws of the Corporation, but shall never be less than one. The names and post office addresses of the members of the first Board of Directors, who, subject to the provisions of these Articles of Incorporation, the By-Laws, and the laws of the State of Florida, shall hold office for the first year of the Corporation's existence, or until their successors are elected and shall have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
MARK R. BANENS	7103 s.w. 115TH Place, Unit A Miami, FL 33173

ARTICLE VI

CAPITAL STOCK. The aggregate number of shares of stock that this Corporation shall have authority to issue is one thousand (1,000) shares of one dollar (\$1.00) per share par value common stock. The Corporation shall have only one class of stock.

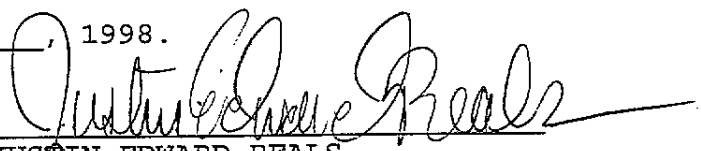
ARTICLE VII

INCORPORATOR. The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
JUSTIN EDWARD BEALS	Brickell BayView Centre 80 S.W. 8th Street Suite 2000 Miami, FL 33130

IN WITNESS WHEREOF, the undersigned, being the incorporator of
this corporation, has executed these Articles of Incorporation.

DATED on OCTOBER 16, 1998.


JUSTIN EDWARD BEALS

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that the foregoing instrument was acknowledged
before me this 16th day of OCTOBER, 1998 by
Justin Edward Beals who is personally known to me or who produced
_____ as identification and who did
take an oath.

sign Lourdes Ochoa

print Lourdes Ochoa

Notary Public
State of Florida at Large

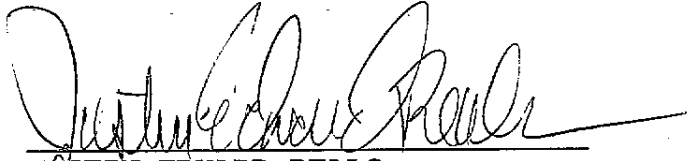
My commission expires:



TOTAL COMPUTER SERVICES CORP.
CONSENT OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 19 AM 9:55

HAVING BEEN NAMED to accept service of process for the above Corporation at the address designated in the **ARTICLES of INCORPORATION**, **JUSTIN EDWARD BEALS** hereby accepts and agrees to serve as registered agent and agrees to comply with the provisions of the Florida Statutes, as amended, relative to keeping said office open.


JUSTIN EDWARD BEALS