

P48000096472

TRANSMITTAL LETTER

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

SUBJECT: P. C. Enterprises, Inc.
(Proposed corporate name - must include suffix)

800002685728--6
-11/12/98--01057--013
*****70.00 *****70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00 Filing Fee
 \$78.75 Filing Fee & Certificate of Status

\$78.75 Filing Fee & Certified Copy
 \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED

FROM: Pedro Cana
Name (Printed or typed)

220 S.W. 130th Ave.
Address

Miami, FL 33184
City, State & Zip

Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 12 AM 9:25

NOTE: Please provide the original and one copy of the articles.

11-17
WS

ARTICLES OF INCORPORATION
OF
P.C ENTERPRISES, INC.

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 NOV 12 AM 9:25

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

ARTICLE I - NAME

The name of the corporation is: P.C ENTERPRISES, INC

ARTICLE II - NATURE OF BUSINESS

The general character or nature of business to be transacted by this corporation is:

To engage in any and all lawful business, and not limited to purchase and sale of virtual reality products and computer software.

ARTICLE III - CAPITAL STOCK

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having the par value of one dollar (\$1.00)

Authorized capital stock may be paid in cash , services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular special meeting.

ARTICLE IV - TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The registered office and registered agent's office of the corporation shall be located at:

220 S.W 136 Avenue
Miami, Fl 33184

and the resident agent at such address is : Pedro Canal

The registered office address and principal office are the same.

ARTICLE VI - INITIAL DIRECTORS

The name and street addresses of the initial Directors who shall hold office until their sucesors are elected and have qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
PEDRO CANAL	220 S.W 136 AVENUE Miami, FL 33184

ARTICLE VII - OFFICERS

The name of the officers who are to conduct the business of the corporation until those elected at the first election, are as follows:

**PRESIDENT: PEDRO CANAL
SECRETARY: PEDRO CANAL
TREASURER: PEDRO CANAL**

***PLEASE NOTE THAT THE PRINCIPAL ADDRESS AND THE REGISTERED OFFICE ADDRESS ARE THE SAME.

ARTICLE VIII - SUBSCRIBERS

The name and street address of the subscribers of these Articles of Incorporation are as follows:

PEDRO CANAL
220 S.W 136 Avenue
Maimi, FL 33184

ARTICLE IX - EFFECTIVE DATE

The Articles of Incorporation shall be effective on the date of the filing of these Articles of Incorporation with the officers of the SECRETARY OF STATE of the STATE OF FLORIDA.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE X - AMENDMENT

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 stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Article of Incorporation under the laws of THE STATE OF FLORIDA, this November 9th of 1998.



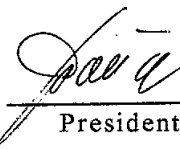
SUBSCRIBER

ACCEPTANCE OF REGISTERED AGENT

Having been made to accept service of process for P.C ENTERPRISES, INC. at the place designated in the foregoing Articles of Incorporation, PEDRO CANAL agrees to act in this capacity, and agrees to comply with the provisions of Florida Statutes Section 40.091 relative to keeping open such office.

DATE: 11/9/98.



BY : 

President

