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Florida Department of State  
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ARTICLES OF INCORPORATION

OF

LUIGI'S COMPUTERS INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: LUIGI'S COMPUTERS INC.

The principal place of business of this corporation shall be:  
121 S.E 1st St., Suite 600 Miami FL 33131

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ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any of all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is: 500 @ \$1.00 authorized to have outstanding at any one time is: FIVE HUNDRED @ \$1.00 (ONE DOLLAR)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

JOSE NAE  
3899 NW 7TH ST. SUITE 203  
MIAMI, FL 33126  
(305) 541-3980

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ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and directors(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

RACHEL FONTE, PRESIDENT  
121 S.E 1st St., Suite 600  
Miami FL 33131

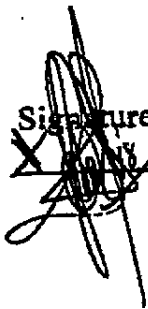
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

RACHEL FONTE  
121 S/E 1st St., Suite 600  
Miami FL 33131

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 12 day of February, 1999

Signature(s) of Incorporator(s)



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JOSE NAE  
3899 NW 7TH ST. SUITE 203  
MIAMI, FL 33126  
(305) 541-5980

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**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325 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: LUIGI'S COMPUTERS INC.

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

RACHEL FONTE

121 S.E 1st Street Suite 600

(P.O. BOX NOT ACCEPTABLE)

Miami FL 33131

(CITY/STATE/ZIP)

SIGNATURE X

(Corporate Officer)

TITLE President

DATE February 12, 1999

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE X

(Registered Agent)

JOSE NAE  
3899 NW 7TH ST. SUITE 203  
MIAMI, FL 33126  
(305) 541-3980

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