

Charter Number Only

3/28/99

Devaldes & Associates

8404 S.W. 40 Street

Miami, FL 33155

City State ZIP Phone

(305) 553-8080A

ATION ONLY

CORPORATION(S) NAME

200002822962--1
-03/30/99--01009--006
*****78.75 *****78.75

III Millennium Computers, INC

99 MAR 30 AM 9:21
DIVISION OF CORPORATION

FILED
99 MAR 30 AM 10:10
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Cert. copy

Empire Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION
OF
III MILLENNIUM COMPUTERS, INC.**

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TALLAHASSEE FLORIDA

ARTICLE ONE: The name of the corporation is:

III MILLENNIUM COMPUTERS, INC.

ARTICLE TWO: Capital Stock.

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any time, is: FIVE HUNDRED (500) shares of common stock having a \$ 1.00 par value.

ARTICLE THREE: Nature of Business and Powers.

The general nature of business to be transacted by this Corporation, is to engage in any kind of business permitted under the laws of the State of Florida.

ARTICLE FOUR: Terms of existence.

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE FIVE: Registered Agent.

The registered Agent and the street of the initial Registered Agent of this corporation in the State of Florida shall be:

FERNANDO J. DAGER
13903 S.W. 91 TERRACE
MIAMI, FL 33186

ARTICLE SIX: Board of Directors.

This Corporation shall have ONE (1) Director Initially. The number of Directors may be increased or diminished from time to time by bylaws adopted by the Stockholders, but shall never be less than one.

ARTICLE SEVEN: Initial Directors.

The name(s) of the initial Director(s) of this Corporation and their (his) (her) address(es) are(is):

FERNANDO J. DAGER
13903 S.W. 91 TERRACE
MIAMI, FL 33186

The persons named as initial Directors shall hold Office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified whichever occurs first.

ARTICLE EIGHT: Incorporator.

The name and street address of the person signing these articles of incorporation as the Incorporator is:

FERNANDO J. DAGER
13903 S.W. 91 TERRACE
MIAMI, FL 33186

ARTICLE NINE: Officers of the Corporation.

The following persons have been elected officer of the Corporation:

FERNANDO J. DAGER
(PRESIDENT, SECRETARY & TREASURER)
13903 S.W. 91 TERRACE
MIAMI, FL 33186

ARTICLE TEN: Address of the Corporation.

The principal office of this Corporation shall be: 13903 S.W. 91
TERRACE, MIAMI, FL 33186

ARTICLE ELEVEN: Amendment.

These Articles of Incorporation may be amended in the manner
provided by Law. Every amendment shall be approved by the Board of
Directors and approved at a Stockholder's meeting by at least a
majority of the stock entitled to vote, unless all of the Directors
and all of the Stockholders sign a written statement manifesting
their intention that certain amendment of these Articles of
Incorporation be made.

In witness thereof, the undersigned, as Incorporated, has executed
the forgoing Articles of Incorporation in Miami, March 26, 1999.

Incorporator



Fernando J. Dager

STATE OF FLORIDA

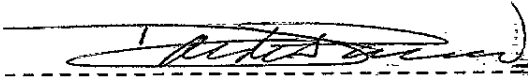
COUNTY OF MIAMI-DADE

Before me, a Notary Public, personally appeared Fernando J. Dager to me known to be the person described as the Incorporator and acknowledge before me that he subscribed to these Articles of Incorporation.

Miami, March 26, 1999



Dagoberto H. Valdes
MY COMMISSION # CC592605 EXPIRES
January 1, 2001
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public

State of Florida at Large

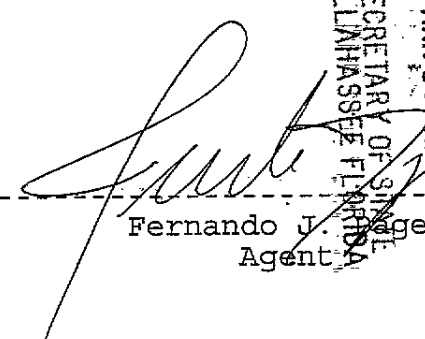
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

In compliance with section 48.091, Florida Statutes, the following
is submitted:

That III MILLENNIUM COMPUTERS, INC.
desiring to organize under the laws of the State of Florida with
its principal office of Incorporation at: 13903 S.W. 91 TERRACE,
MIAMI, FL 33186, has appointed FERNANDO J. DAGER, 13903 S.W. 91
TERRACE, MIAMI, FL 33186, County of Miami-Dade, State of Florida,
as its agent to accept services of process within the State of
Florida.

Acknowledgement:

Having been named to accept services of process for the above named
Corporation at the place designated in this certificate, the
undersigned agrees to comply with the provisions of Florida Law
relative to keep the designated office open.


Fernando J. Dager
Agent

99 MAR 30 AM 10:11
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA