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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

SECRETARY OF STATE
KATHERINE HARRIS
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

S & D DISCOUNT COMPUTERS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION

OF

S & D DISCOUNT COMPUTERS, INC.

ARTICLE I - NAME

The name of this corporation is S & D DISCOUNT COMPUTERS, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is:

10209 S.W. 77 Court
Miami, Florida 33156

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

The capital stock authorized, the par value thereof, and the class of such stock shall be as follows:

<u>NUMBER OF SHARES</u> <u>AUTHORIZED</u>	<u>PAR VALUE</u> <u>PER SHARE</u>	<u>CLASS OF</u> <u>STOCK</u>
100	\$1.00	Common

Prepared By:
FRED E. GLICKMAN, ESQUIRE
Florida Bar No. 340766
Dadeland Towers, Suite 508
9200 S. Dadeland Boulevard
Miami, Florida 33156
(305) 670-0987

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TALLAHASSEE, FLORIDA

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ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED AGENT OF THE CORPORATION

The street address of the initial registered office of this corporation is 9200 South Dadeland Boulevard, Suite 508, Miami, Florida 33156, and the name of the initial registered agent of this corporation is FRED E. GLICKMAN, ESQ., 9200 South Dadeland Boulevard, Suite 508, Miami, Florida 33156.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of directors of the corporation, initially, shall be one. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michelle Uzari	10209 S.W. 77 Court Miami, Florida 33156

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ARTICLE VIII - INCORPORATION

The name and address of the person signing these articles is: Fred E. Glickman, Suite 508,
9200 South Dadeland Blvd., Miami, Florida 33156.

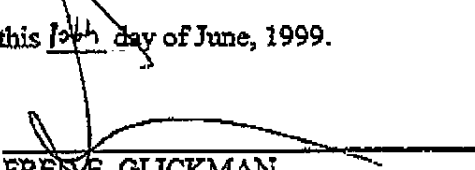
ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors
and the shareholders.

ARTICLE X - INDEMNIFICATION

This corporation reserves the right to amend or repeal any provisions contained in these
Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders
is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber and Registered Agent
has executed these Articles of Incorporation this 13th day of June, 1999.

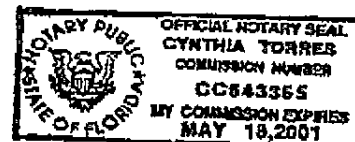

FRED E. GLICKMAN
Incorporator/Subscriber
and Registered Agent

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

The foregoing Articles of Incorporation were acknowledged before me this 10th day of June,
1999, by Fred E. Glickman as Incorporator/Subscriber and Registered Agent.


NOTARY PUBLIC
My commission expires:

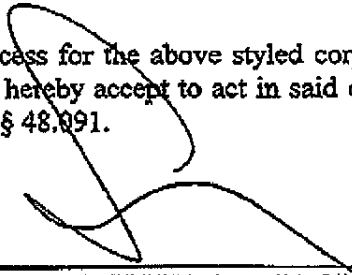
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Having been named to accept service of process for the above styled corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in said capacity, and agree to comply with the provisions of Florida Statute § 48.091.

Dated: 6/1-1/99


FRED E. GLICKMAN, REGISTERED AGENT

letters2luzari.incorporation

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