

P99000055363

ADVANTAGE COMPUTING, INC.
4235 PALM FOREST DRIVE SOUTH
DELRAY BEACH, FLORIDA 33445

June 9, 1999

Secretary of State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002906293--9
-06/16/99-01036-017
****122.50 *****78.75

Re: Incorporation of "ADVANTAGE COMPUTING, INC."

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation of ADVANTAGE COMPUTING, INC., together with check in the amount of \$122.50, representing the following:

Filing Fee:	\$ 35.00
Fee for certified copy:	52.50
Fee for designation of registered agent:	<u>35.00</u>
Total:	<u>\$122.50</u>

When the Articles of Incorporation have been filed, please return to me a certified copy of the Articles of Incorporation and registered agent certificate. A self-addressed, postage prepaid, envelope is enclosed for your convenience.

Should you have any questions concerning this filing, please do not hesitate to contact me.

Very truly yours,


Karen Cuozzi



FILED
99 JUN 16 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

8:00 PM JUN 18 1999

ARTICLES OF INCORPORATION
OF
ADVANTAGE COMPUTING, INC.

FILED
99 JUN 16 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being of legal age and a natural person, does hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is **ADVANTAGE COMPUTING, INC.** (hereinafter referred to as the "Corporation"). The principal office and mailing address of the Corporation is 4235 Palm Forest Drive South, Delray Beach, Florida 33445.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the General Corporation Act of the State of Florida.

ARTICLE III

TERM

The term for which the Corporation shall exist shall be perpetual and it will commence upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE IV

CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 500 shares of Common Stock, par value \$1.00 per share.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and registered agent of the Corporation in this state is 4235 Palm Forest Drive South, Delray Beach, Florida 33445, and the name of the initial registered agent of the Corporation at that address is Karen Cuozzi.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have two directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Mitchell L. Slatin	4235 Palm Forest Drive South Delray Beach, FL 33445
Karen Cuozzi	4235 Palm Forest Drive South Delray Beach, FL 33445

ARTICLE VII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator
is:

Name

Address

Karen Cuozzi

4235 Palm Forest Drive South
Delray Beach, FL 33445

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of
Incorporation this 9th day of June, 1999.


KAREN CUOZZI
Incorporator


STATE OF FLORIDA)

)ss:

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this date by KAREN CUOZZI, who is
personally known to me or who has produced _____ as
identification and who did (did not) take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 9th day of June, 1999.


Notary Public, State of Florida
Print Name: LESLIE REAMER

My Commission Expires: JUNE 26, 2000



LESLIE REAMER
My Commission CC567792
Expires Jun. 26, 2000

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

ADVANTAGE COMPUTING, INC., desiring to organize under the laws of the State of Florida, which will have its principal office in Delray Beach, Florida, has named KAREN CUOZZI, whose address is 4235 Palm Forest Drive South, Delray Beach, Florida 33445, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for ADVANTAGE COMPUTING, INC. at the place designated in this Certificate, I hereby accept the same and agree to serve as the Registered Agent for the Corporation and agree to comply with the applicable provisions of the Florida Statutes.

Dated this 9th day of June, 1999.


KAREN CUOZZI

FILED
99 JUN 16 AM 8:19
SECRETARY OF STATE
TALLAHASSEE FLORIDA