

LAW OFFICES OF

RODNEY G. FAIR, ESQ. P.A.

99000080954

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

11906 SANDY RUN
JUPITER, FL 33478
PHONE: (561) 746-8237
FAX: (561) 746-8237

September 1, 1999

Re: Articles of Incorporation, P. & D. Computing, Inc.

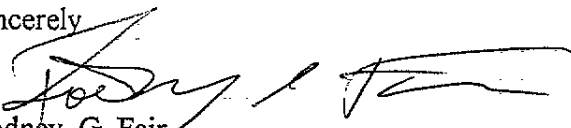
Gentlemen:

I have enclosed the Articles of Incorporation for the above mentioned Corporation, and a check in the amount of \$ 78.75, representing the full payment for filing the Articles of Incorporation, the Designation and Acceptance of the Registered Agent, and the cost to receive a certified copy of the Certificate of Incorporation.

Please return the Articles of Incorporation and the certified copy of the Certificate of Incorporation to the law firm indicated above, in the enclosed envelope.

Thank you for your assistance in this matter.

Sincerely



Rodney G. Fair
Attorney Bar #123017

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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
P. & D. COMPUTING, INC.

We, the undersigned incorporators, hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be P. & D. COMPUTING, INC.

ARTICLE II

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 601 6th Terrace, Palm Beach Gardens, County of Palm Beach, State of Florida, 33418. The corporation shall have the power to move the principal office to any other address in the State of Florida, as may be deemed expedient.

The name and address of the initial registered agent of the corporation are, Patricia Kennedy Drolet, at the corporations's principal office located at 601 6th Terrace, Palm Beach Gardens, Florida 33418

ARTICLE III

DURATION

The period of the corporation's duration shall be perpetual, that is, until the corporation is dissolved by a vote of 2/3 of the shareholders as provided in the by-laws.

ARTICLE IV

PURPOSE

This corporation is organized for the following purposes:

The general purpose of this corporation shall be to provide personal instructions, advice and other related services in the acquisition, setup, installation of software, repairs, sales, and upgrade of computer hardware to businesses and individuals.

ARTICLE V
CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is five hundred (500) shares. These shares shall be of a single class of common stock, and shall have a par value of one dollar (\$1.00) per share. Each of said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the shareholders. All or any part of said capital stock may be paid for in cash, in property, or in labor, or in services at the fair valuation to be fixed by the incorporator, or by the board of directors, at a meeting called for such purposes. All stock when issued shall be fully paid for and shall be nonassessable.

ARTICLE VI
CAPITALIZATION

The amount of capital with which the corporation will use to begin this computer service business shall be not less than Five Hundred Dollars (\$500.00).

ARTICLE VII
CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on corporations by the laws of the State of Florida, including, but not limited to, the following :

To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purpose or objects of this corporation.

To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its lawful purpose; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidence of indebtedness payable at a specified time or times secured by mortgages or otherwise.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumeration of special powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE VIII
INCORPORATORS

The name and street address of the subscribers of these articles of incorporation as the incorporators are:

PATRICIA KENNEDY DROLET

601 6th Terrace,
Palm Beach Gardens, Florida 33418

DONALD J. MCBRIDE

8 Ironwood Way North
Palm Beach Gardens, Florida 33418

ARTICLE IX
DIRECTORS

The corporation is to be managed by a board of directors which shall consist of not less than one (1) and not more than five (5), the number of directors shall be fixed by the corporate by-laws. Their shall be two directors constituting the initial board of directors; the name and address of the initial directors are:

PATRICIA KENNEDY DROLET

601 6th Terrace,
Palm Beach Gardens, Florida 33418

DONALD J. MCBRIDE

8 Ironwood Way North
Palm Beach Gardens, Florida 33418

The two members of the first board of directors shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified.

ARTICLE X
RIGHT TO AMEND, ALTER, CHANGE

The corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by the laws of the State of Florida, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, WE, the undersigned, have executed these Articles of Incorporation for the uses and purposes therein stated.


PATRICIA KENNEDY DROLET


DONALD J. MCBRIDE

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and county named above to take acknowledgements, personally appeared PATRICIA KENNEDY DROLET, to me known (Yes No) or who furnished proper photo identification (Florida Driver's License # D643-691-C0-546) to be the person described as subscribed to the foregoing Articles of Incorporation, in and who executed the same, and acknowledged before me that she executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal, at Jupiter, Palm Beach County, Florida, this 1st day of September, 1999.



Inez M Fair
My Commission CC599748
Expires November 7, 2000

Inez M. Fair

INEZ M. FAIR (Notary Public)
State of Florida at Large

My Commission Expires: November 7, 2000

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and county named above to take acknowledgements, personally appeared DONALD J. MCBRIDE, to me known (Yes No) or who furnished proper photo identification (Florida Driver's License # M 216-190-44-229-0) to be the person described as subscribed to the foregoing Articles of Incorporation, in and who executed the same, and acknowledged before me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal, at Jupiter, Palm Beach County, Florida, this 1st day of September, 1999.



Inez M Fair
My Commission CC599748
Expires November 7, 2000

Inez M. Fair

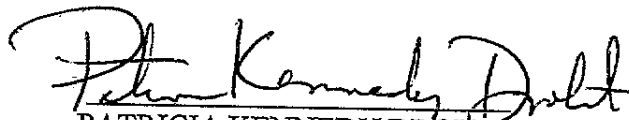
INEZ M. FAIR (Notary Public)
State of Florida at Large

My Commission Expires: November 7, 2000

ACCEPTANCE BY REGISTER AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article II of the these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, she is familiar with and accepts the duties and responsibilities as registered agent for the corporation and she further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of her duties.

Dated this 1st day of September, 1999.


PATRICIA KENNEDY DROLET
601 6th Terrace
Palm Beach Gardens, FL. 33418

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA