

Charter Number Only

P99000107375

Emilio Pachator

Requestor's Name

255 University Drive

Address

Coral Gables, FL 33134

City

State

Zip

Phone

61000

ALL INFORMATION CONTAINED HEREIN IS UNCLASSIFIED

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*****78.75 *****78.75

CORPORATION(S) NAME

Systems Warehouse, Inc.



Empire Toll Free: 1-800-432-3028

FILED
99 DEC 13 AM 11:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

<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"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
	<input type="checkbox"/> After 4:30	<input type="checkbox"/> Mail Out

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

RECEIVED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

SYSTEMS WAREHOUSE, INC.

We, the undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be **SYSTEMS WAREHOUSE, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation is export hardware and software technology products and services, and any other activities or business permitted under the laws of the United States and the State of Florida.

To manufacture, purchase or otherwise acquire, and to own, mortgage, pledge sell assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services, of every class, kind and description except that it is not to conduct a banking safe deposit, trust insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell,

convey, lease or otherwise dispose of real and personal property, including franchise, patents, copyrights, trademarks and licenses, in the State of Florida, and in all other states and countries. To conduct debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness and execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidence of indebtedness created by any other corporation of the State of Florida, or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one hundred (100) shares at One (\$1.00) Dollar par value.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than One Hundred (\$100.00) Dollars.

ARTICLE V

TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The initial street address in this State of the principal office of this corporation is: 3711 Riverside Dr., Coral Springs, Fl 33065. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII

DIRECTORS

This corporation shall have no less than one (1) director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII

INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors is:

**MARIA DEL CARMEN TICERAN PARDO-FIGUEROA, Ave. Javier Prado
Oeste 355, Magdalena Del Mar, Lima 17, Peru.**

SUBSCRIBERS

The name and street address of the subscriber of these Articles of Incorporation, the number of shares of stock which it agrees to take, and the value of the consideration therefore is:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Sysware S.A.	Ave. Gonzales Prada 605 Magdalena del Mar, Lima 17, Peru	100	\$100.00

REGISTERED AGENT

The initial designation of the registered office of this corporation shall be 255 University

Drive, Coral Gables, Fl 33134, and the registered Agent shall be EMILIO C. PASTOR, ESQ.

Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in the capacity, and agree to comply with the provisions of the Act relative to keeping open said office.

By: Emilio Pastor
Registered Agent

STATE OF FLORIDA)

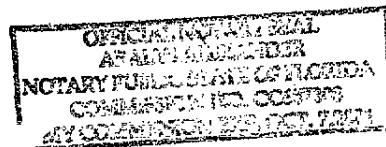
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgments, personally appeared, EMILIO C. PASTOR, to me known to be the person described as Registered Agent, in and who executed the foregoing Articles of Incorporation, acknowledged before me that he executed those Articles of Incorporation.

WITNESS my hand and seal, in the County and States named above, this 3rd day of December, 1999.

Maelys Alexander
Notary Public, State of Florida

My commission expires:



ARTICLE IX

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at stockholder's meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a

certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the incorporator above named, have hereunto set out
hands and seals this 3rd day of December 1999.

X [Signature]

STATE OF FLORIDA)

COUNTY OF DADE)

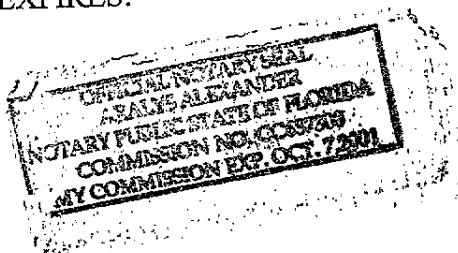
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the
State and County named above, to take acknowledgments, personally appeared,

, to be the person described as subscriber herein, and who executed the
foregoing Articles of Incorporation, acknowledged before me that he subscribed to those Articles
of Incorporation.

WITNESS my hand and seal, in the County and State named above, this 3rd day of
December, 1999.

[Signature]
NOTARY PUBLIC

MY COMMISSION EXPIRES:



99 DEC 13 AM 11:13
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED