P96000011759

2/06/96 ... DIVISION OF CORPORATIONS ... 41 PM
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL IN
401 OCEAN DR
SUITE 312
MIAMI BEACH FL 33139-0000
CONTACT: JENNY C RODRIQUEZ
PHONE: (305) 672-0686
FAX: (305) 672-9110

(((H96000001787))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: PLASTIC COWBOY ENTERTAINMENT, INC.

FAX AUDIT NUMBER: H96000001787 CURRENT STATUS: REQUESTED
DATE REQUESTED: 02/06/1996 TIME REQUESTED: 16:41:37
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 1
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: $78.75 ACCOUNT NUMBER: 073171003004

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** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:

EFFECTIVE DATE 2-6-96

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96 FEB -7 AM 8:16
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of Plastic Cowboy Entertainment, Inc.

EFFECTIVE DATE 2-6-96

Article I. Name

The name of this Florida corporation is:
Plastic Cowboy Entertainment, Inc.

Article II. Address

The mailing address of the Corporation is:

Plastic Cowboy Entertainment, Inc.
3403 West Wyoming Circle
Tampa FL 33611-4346

Article III. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value $.01 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Edward J. McIlwaine
3403 West Wyoming Circle
Tampa FL 33611-4346

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

H96000001767

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

Edward J. McIlwaine

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective February 6, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on February 6, 1996

Corporate Creations International Inc.

By: ______________________

Luis A. Uriarte Vice President

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

H96000001787

CERTIFICATE OF DESIGNATION
REGISTERED AGENT AND REGISTERED OFFICE

CORPORATION:
Plastic Cowboy Entertainment, Inc.

REGISTERED AGENT:
Edward J. McIlwaine
3403 West Wyoming Circle
Tampa FL 33611-4346

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96 FEB -7 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

Edward J. McIlwaine
by Luis A. Uriarte as attorney-in-fact

Date: February 6, 1996

Corporate Creations International Inc.
401 Ocean Drive • Suite 312 • Door Code #125
Miami Beach FL 33139-6629
(305) 672-0686

H96000001787

Plastic Cowboy Entertainment, Inc.
3403 West Wyoming Circle
Tampa, FL 33611

P96000011759

February 2?, 1996

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

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*****35.00 *****35.00

FILED
96 FEB 26 PM 1:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern

Subject: Plastic Cowboy Entertainment, Inc. P96000011759

Please file the attached Amendment Articles to the Articles of Incorporation of Plastic Cowboy Entertainment, Inc., a Florida corporation. It is the unanimous decision of the Board of Directors to amend Article I to change the name of the corporation to "CyberNation Marketing, Inc."

The new name of this Florida corporation shall be "CyberNation Marketing, Inc."

Please call me at 1-800-785-6843 when this amendment is filed, so that I know the above described action has taken effect.

Sincerely

Edward J. McIlwaine, President

P96000011759
Ncary
2-26-96

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
PLASTIC COWBOY ENTERTAINMENT, INC.

PLASTIC COWBOY ENTERTAINMENT, INC. , a corporation organized and existing under the laws of the state of Florida, (the "corporation") , in order to amend its Articles of Incorporation, in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Amendment to the existing Articles of Incorporation being effected hereby is that resulting from completely deleting Article I of the Articles of Incorporation as of the date hereof, and substituting in its place the Article set forth below.

2. As amended below, Article I of the Articles of Incorporation has the sole effect of changing the Corporation's name from "Plastic Cowboy Entertainment, Inc." to "CyberNation Marketing, Inc." .

3. This Amendment to the Articles of Incorporation was approved by unanimous joint written consent of the sole stockholder and the Board of Directors of the Corporation, adopted on the 21 day of February, 1996.

4. These Articles of Amendment of the Article of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees have been paid, and thereafter, the name of the Corporation shall be

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

"CyberNation Marketing, Inc." and Article I of the Articles of Incorporation of the Corporation shall read as follows:

****

ARTICLE I

Name

The name of this corporation shall be:

CyberNation Marketing, Inc.

****

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President.

PLASTIC COWBOY ENTERTAINMENT, INC.

By:____________________________

Edward J. McIlwaine, President

P96000011759

CyberNation Marketing, Inc.
3403 West Wyoming Circle
Tampa, FL 33611-4346

December 2, 1996

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

200002022912---4
-12/06/96--01110--005
*****35.00 *****35.00

To Whom It May Concern

Subject: CyberNation Marketing, Inc. P96000011759

Please file the attached Amendment Articles to the Articles of Incorporation of CyberNation Marketing, Inc. , a Florida corporation. It is the unanimous decision of the Board of Directors to amend Article I to change the name of the corporation to "Images Everything Media, Inc."

The new name of this Florida corporation shall be:

"Images Everything Media, Inc."

FILED
96 DEC -6 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sincerely

Edward J. McIlwaine, President

Name Change
NFJ
12-12-96

FILED
96 DEC -6 AM 10: 08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
CYBERNATION MARKETING, INC.

CYBERNATION MARKETING, INC. , a corporation organized and existing under the laws of the state of Florida, (the "corporation"), in order to amend its Articles of Incorporation, in accordance with the requirements of Chapter 607.1006, Florida Statutes, does hereby certify as follows:

1. The Amendment to the existing Articles of Incorporation being effected hereby is that resulting from completely deleting Article I of the Articles of Incorporation as of the date hereof, and substituting in its place the Articles set forth below.

2. As amended below, Article I of the Articles of Incorporation has the sole effect of changing the Corporation's name from "CyberNation Marketing, Inc." to "Images Everything Media, Inc." .

3. This Amendment to the Articles of Incorporation was approved by unanimous joint written consent of the sole stockholder and the Board of Directors of the Corporation , adopted on the 2 day of December, 1996.

4. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees have been paid, and thereafter, the name

of the Corporation shall be "Images Everything Media, Inc." and Article I of the Articles of Incorporation shall read as follows:

****

ARTICLE I

Name

The name of this corporation shall be:

Images Everything Media, Inc.

****

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President.

CYBERNATION MARKETING, INC.

By: ______________________

Edward J. McIlwaine, President

IMAGES
everything

P96000011759

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/08/97--01118--003
*****35.00 *****35.00

August 5, 1997

To whom it may concern:

FILED
97 AUG -8 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the attached Articles of Dissolution for Images Everything Media, Inc. Florida For Profit Corporation.

Images Everything Media, Inc. - Document # P96000011759

Sincerely,

Edward J. McIlwaine

President, Images Everything Media, Inc.

Diss
NFJ 8-18-97

3403 west wyoming circle • tampa, fl • 33611-4346 • ph 813 835 5407 • fx 813 835 9708
e-mail : info@imageseverything.com • Web site : www.imageseverything.com

ARTICLES OF DISSOLUTION

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97 AUG -8 AM 11:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is:
Images Everything Media, inc.

SECOND: The date dissolution was authorized: 8/5/97

THIRD: Adoption of Dissolution (CHECK ONE)

☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

☐ Dissolution was approved by vote of the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:

The number of votes cast for dissolution was sufficient for approval by

Board of Directors
(voting group)

Signed this 5 day of August, 19 97.

Signature ____________________
(By the Chairman or Vice Chairman of the Board, President, or other officer)

Edward J. McIlwaine
(Typed or printed name)

President/CEO, Images Everything Media, inc.
(Title)