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8/06/96

FLORIDA DIVISION OF CORPORATIONS  
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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: FAB-T CORP. AGENTS, INC.  
8405 NW 53RD ST  
SUITE C-100  
MIAMI FL 33166-

CONTACT: LIDIA FERNANDEZ  
PHONE: (305) 599-0839  
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: COTTON IMAGES, INC.

FAX AUDIT NUMBER: H96000010895

CURRENT STATUS: REQUESTED

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TALLAHASSEE, FLORIDA

DIVISION OF CORPORATIONS

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*Handwritten signature and date: 8-7-96*

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ARTICLES OF INCORPORATION  
OF  
COTTON IMAGES, INC

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96 AUG -6 PM 6:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida and all rights and duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

Article I

The name of the Corporation shall be:

COTTON IMAGES, INC

Article II

This Corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

Article III

This Corporation may engage or transact in any and all lawful activities or business permitted under the laws of the United States, State of Florida, or any other state, country, territory, or nation.

Article IV

The aggregate number of shares which this corporation shall have authority to issue is the total of 100 shares, having an individual value of \$1.00 each, and shall be only Common class of stock of this corporation. The shares shall be issued as follows:

SCOTT T. HERTZBACH 100 Shares

Article V

The name and address of the initial registered agent, registered office, and principle office of this corporation shall be:

SCOTT T. HERTZBACH  
12930 S.W. 132 COURT  
MIAMI, FL 33186

Prepared by: John A. Davis Accountant  
12 Canal St.  
Miami Springs, Fl 33166  
(305) 863-0000

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Article VI

The Initial Board of Directors shall consist of two persons. The names of the persons who are to serve as initial directors is:

SCOTT T. HERTZBACH  
12930 SW 132 COURT  
MIAMI, FL 33186


PRESIDENT, SECRETARY

Article VII

The name and address of the incorporator executing these Articles of Incorporation is:

SCOTT T. HERTZBACH  
12930 SW 132 COURT  
MIAMI, FL 33186

IN WITNESS WHEREOF, The undersigned incorporator has executed these Articles of Incorporation this 5 day of AUGUST, 1996.


  
SCOTT T. HERTZBACH

STATE OF FLORIDA )

COUNTY OF DADE )

BEFORE ME, a Notary Public, authorized to take acknowledgements in the State of Florida and county set forth above, personally appeared SCOTT T. HERTZBACH, known to me to be the person who executed the foregoing Articles of Incorporation, and has acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have herunto set my hand and affixed my official seal in the state and county aforesaid, this 6 day of AUGUST, 1996.

  
NOTARY PUBLIC, State of Florida  
at large

My Commission Expires:



ELENA DELGADO  
COMMISSION # CC 254704  
EXPIRES MAR 10, 1998  
Bonded Through  
AN INSURANCE SERVICES

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In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said act:

First-That COTTON IMAGES, INC. desiring to organize  
(name of Corporation)

under the laws of the State of Florida with its principle office,  
as indicated in the Articles of Incorporation at the COUNTY OF

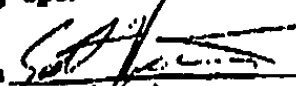
DADE, State of Florida has named SCOTT T. HERTBACH  
(Name of Registered Agent)

located at 12930 S.W. 132 COURT City of MIAMI, County  
(Street Address and number)

of DADE, State of Florida, as its agent to accept service of  
process within this state.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:   
Signature  
Registered Agent

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