

P98000029328



ACCOUNT NO. : 072100000032

REFERENCE : 761353 7148329

AUTHORIZATION :

Patricia Puyate

COST LIMIT : \$ 122.50

98 MAR 31 AM 9:50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ORDER DATE : March 30, 1998

ORDER TIME : 3:32 PM

ORDER NO. : 761353-005

CUSTOMER NO: 7148329

800002473168--1

CUSTOMER: Ms. Mitchell Londrie
MITCHELL LONDRIE

P.o. Box 122

Archer, FL 32618

DOMESTIC FILING

NAME: INFINITE IMAGERY INTERACTIVE,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

g 3/31/98

DIVISION OF CORPORATION

98 MAR 31 AM 8:29

RECEIVED

ARTICLES OF INCORPORATION
OF
Infinite Imagery Interactive, Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 31 AM 9:50

ARTICLE 1. - NAME

The name of the corporation is Infinite Imagery Interactive, Inc.

ARTICLE 2. - PRINCIPAL OFFICE

The principal office of the corporation shall initially be at 105 Depot Lane, Archer, FL 32618. The corporation may change its principal office from time to time as permitted by law.

ARTICLE 3. - MAILING ADDRESS

The initial mailing address of the corporation shall be Post Office Box 122, Archer, FL 32618. The corporation may change its mailing address from time to time as permitted by law.

ARTICLE 4. - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE 5. - SHARES

This corporation is authorized to issue 1,000 shares of voting common stock with a par value of \$1.00 per share.

ARTICLE 6. - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE 7. - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 105 Depot Lane, Archer, FL 32618, and the name of

the initial registered agent of this corporation at that address is Mitchell Londrie.

ARTICLE 8. - INITIAL BOARD OF DIRECTORS

This corporation shall have 2 directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name(s) and address(es) of the initial director(s) of this corporation is/are:

Mitchell Londrie
Post Office Box 122
Archer, FL 32618

Keith R. Dungan
4062 Honolulu Drive
Sarasota, FL 34241

ARTICLE 9. - INCORPORATOR

The name and address of the Incorporator is:

Mitchell Londrie
Post Office Box 122
Archer, FL 32618

ARTICLE 10. - CUMULATIVE VOTING

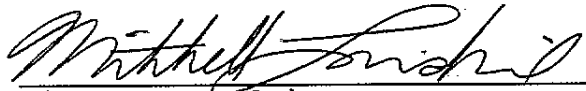
All shareholders are entitled to cumulate their votes for directors.

ARTICLE 11. - INDEMNIFICATION

All officers and directors shall be indemnified by the corporation to the fullest extent permitted by law against all expenses and liabilities, including attorneys' fees reasonably incurred in connection with any threatened, pending or completed action, suit or proceeding or settlement thereof in which they may become involved as a party or otherwise by reason of holding such office. The corporation may purchase and maintain insurance on behalf of all officers and directors against any liability asserted

against them or incurred by them in their capacity as officers and directors or arising out of their status as such.

The undersigned Incorporators have executed these Articles of Incorporation on the 11th day of March, 1998.

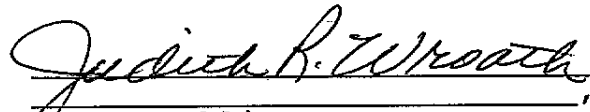


Mitchell Londrie

STATE OF FLORIDA

COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 11 day of March, 1998, by Mitchell Londrie, who is personally known to me or who have produced _____ as identification.



Notary Public
State of Florida at Large
My Commission Expires:



JUDITH R. WROATH
MY COMMISSION # CC462875 EXPIRES
June 2, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT FOR

Having been named to accept service of process for the above stated corporation, at the place designated in the corporation's Articles of Incorporation, the undersigned hereby acknowledges and accepts the appointment and agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

DATED: March 11, 1998.

By: *Mitchell Londrie*
Mitchell Londrie,
its authorized agent

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DIVISION OF CORPORATIONS
98 MAR 31 AM 9:51