

F980000002607

TRANSMITTAL LETTER

To: Qualification/Tax Lien Section
Division of Corporations

SUBJECT: Inovision, Inc.
(Name of corporation - must include suffix)

Dear Sir or Madam:

800002492018--5
-04/17/98--01041--003
*****70.00 *****70.00

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida",
"Certificate of Existence", and check are submitted to register the above referenced foreign corporation to
transact business in Florida.

W98-8771

Please return all correspondence concerning this matter to the following:

Ronald Boggs

(Name of Person)

Inovision, Inc.

(Firm/Company)

625 U.S. Highway 1, Suite 102

(Address)

Key West, FL 33040

(City/State/Zip)

Should you need to call someone concerning this matter, please call:

Ronald Boggs

(Name of Person)

at (305) 295-8885

(Area Code & Daytime Telephone Number)

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COURIER ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 20, 1998

RONALD BOGGS
INOVISION, INC.
625 U.S. HIGHWAY 1, STE 102
KEY WEST, FL 33040

SUBJECT: INOVISION, INC.
Ref. Number: W98000008771

We have received your document for INOVISION, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays
Document Specialist

Letter Number: 198A00021091

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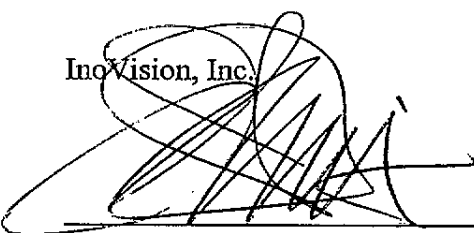
**INOVISION, INC.
BOARD RESOLUTION TO ADOPT A "DOING BUSINESS AS"
NAME FOR THE STATE OF FLORIDA**

In April 1998, InoVision, Inc. (the "Company"), a Virginia corporation, applied to the Florida Department of State for the purpose of obtaining authority to conduct business in the State of Florida. By a letter dated April 20, 1998, the Florida Department of State informed the Company that the name "InoVision, Inc." was not available for use in the State of Florida. Therefore, in order for the Company to obtain authority to conduct business in the State of Florida, it must adopt a name that is available for use in the State of Florida. The Company has learned from the Florida Department of State that the name "InoVision Of Virginia, Inc." is available for use in the State of Florida. Accordingly, it is

RESOLVED that the Company shall and hereby does adopt the name "InoVision Of Virginia, Inc." for use in the State of Florida.

Dated: May 1, 1998

InoVision, Inc.



By: Joel S. Lewis

Its: President and Sole Director

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

1. Inovision, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Virginia
(State or country under the law of which it is incorporated)
3. 54-1865332
(FEI number, if applicable)
4. August 1, 1997
(Date of incorporation)
5. Perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. January 5, 1998
(Date first transacted business in Florida.) (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. 625 U.S. Highway 1, Suite 102
Key West, FL 33040
(Current mailing address)
8. Billing of utility receivables.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)
Name: Richard W. Glenn
Office Address: 823 North Olive Avenue
West Palm Beach, FL 33401
(Zip code)
10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Richard W. Glenn
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY - P.O. Box NOT acceptable)

A. DIRECTORS (Street address only - P.O. Box NOT acceptable)

Chairman: Joel Lewis

Address: 12726 Glenkirk Rd.
Richmond, Va. 23233

Vice Chairman: Ronald Boggs

Address: 25074 5th St.
Summerland Key, FL 33042

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only - P.O. Box NOT acceptable)

President: Joel Lewis

Address: 12726 Glenkirk Road
Richmond, Virginia 23233

Vice President: Ronald Boggs

Address: 25074 5th Street
Summerland Key, FL 33042

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Ronald E. Boggs
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ronald E. Boggs VP & Vice Chairman
(Typed or printed name and capacity of person signing application)

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Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

InoVision, Inc. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is August 01, 1997.

Nothing more is hereby certified.

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Signed and Sealed at Richmond
on this Date: March 26, 1998

William J. Bridge

William J. Bridge, Clerk of the Commission