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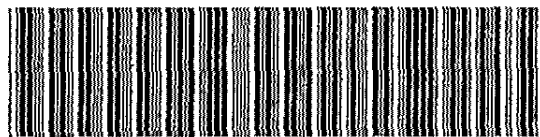
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ATTORNEYS AT LAW

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STEPHEN D. CARLE
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AREA CODE 813

November 1, 2004

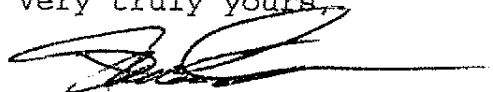
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 32301-6327

In Re: Incorporation of AERIAL IMPRESSIONS, INC.

Gentlemen:

Enclosed is the original of the Articles of Incorporation. Our check for \$70.00 for filing is enclosed.

Very truly yours,



STEPHEN D. CARLE

SDC:hb

Enclosures

ARTICLES OF INCORPORATION
OF
AERIAL IMPRESSIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being qualified to act as an incorporator under Florida Statutes Chapter 617 (corporations not for profit), adopts the following Articles of Incorporation for the purposes of organizing a corporation not for profit:

1. The name of the Corporation is:

AERIAL IMPRESSIONS, INC.

2. The purposes for which the Corporation is organized

are:

To educate children ages 5 to 13 to the hazards of smoking and to influence them to choose and live a healthier lifestyle. The corporation will accomplish this through the use of attention-grabbing extreme sports, primarily aerial parachuting demonstrations with visual messages on the bottom of the canopies and on flags. These events will be held at elementary and middle schools through the school season. Through the use of the extreme sports the message will be delivered to 100% of the students in each school and through the curiosity and interest in the jumping activities we will have the undivided attention of the children. The athletes that perform the jumps will interact with the students after the demonstration jumps and convey the corporation's messages. The children will also receive informative information from the Corporation and from sponsors of events. The corporation will be focused on two important issues: first is try to keep children from beginning the dangerous habit of smoking and the second is to motivate children to enjoy physical

activities that will hopefully influence the start of a healthier lifestyle.

To carry on any other charitable activity which the Corporation shall determine advisable, whether alone or in conjunction with any other organization;

Notwithstanding any other provision of these Articles, the Corporation shall not carry on activities that are prohibited for corporations exempt from Federal Income Tax under Section 501(c)-3 of the Internal Revenue Code of 1986 (or in the corresponding provision of any future United States Internal Revenue Code) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or in the corresponding provision of any future United States Internal Revenue Code).

3. The duration of the Corporation is perpetual, but if the Corporation shall dissolve, its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)-3 of the Internal Revenue Code of 1986 (or in the corresponding provision of any future United States Internal Revenue Code), or to the federal, state or local government for public purposes only. To the extent reasonably possible, assets should be distributed to an organization with a mission similar to the Corporation. None of the assets of the Corporation shall be distributed to any director or officer of the Corporation.

4. The street address of the principal office and of the registered office of the Corporation is 5611 First Street, #22, Zephyrhills, FL 33542, and the name of the Registered Agent at such address is STEVEN R. JOHNSON.

5. The name and address of the incorporator is:

STEVEN R. JOHNSON
5611 First Street, #22
Zephyrhills, FL 33542

6. The first Board of Directors shall consist of three
(3) individuals, as follows:

STEVEN R. JOHNSON
5611 First Street, #22
Zephyrhills, FL 33542

PETER D. DAVIS
4006 Cedar Key Circle
Valrico, FL 33594

RICHARD GALE PORTER
2603 Merida Lane
Tampa, FL 33618

Future directors shall be elected in the manner set
forth in the Bylaws of the Corporation.

7. The Bylaws of the Corporation shall be made, altered
and amended by the Directors.

EXECUTED this 12th day of October, 2004.


STEVEN R. JOHNSON

STATE OF Florida)

COUNTY OF Pasco)

124th The foregoing instrument was acknowledged before me this
day of October, 2004, by STEVEN R. JOHNSON,
[☒] who is personally known to me, OR
[☐] who has produced _____ as identification.

Tara Ellinger
Signature of Notary Public

Tara Ellinger
Typed/Printed Name of Notary Public
NOTARY PUBLIC



Serial Number (if any)

My commission expires: 1/31/2005

Acceptance of Designation as Registered Agent

The undersigned hereby accepts designation as Registered Agent of AERIAL IMPRESSIONS, INC., and acknowledges that the undersigned is familiar with and accepts the obligations of a registered agent under the laws of the State of Florida, this 124th day of October, 2004.

Steven R. Johnson
STEVEN R. JOHNSON