

Division of Corporations

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Florida Department of State

Division of Corporations

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From:

Account Name : RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL, P.A.

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FLORIDA PROFIT CORPORATION OR P.A.

Image Pro International, Inc.

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**ARTICLES OF INCORPORATION
OF
IMAGE PRO INTERNATIONAL, INC.**

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

IMAGE PRO INTERNATIONAL, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office address of this Corporation is 2545 South Bayshore Drive, Unit 301, Coconut Grove, FL 33133.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 2545 S. Bayshore Dr., Unit 301, Coconut Grove, FL 33133 and the initial registered agent of this Corporation at that address shall be Frederic Friedman.

Prepared by: P. Tristan Bourgoignie, Esq. - FL Bar #0919888
Ruden, McClosky, Smith, Schuster & Russell, P.A.
701 Brickell Avenue, Suite 1900, Miami, FL 33131
(305) 789-2772

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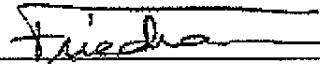
ARTICLE V

INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is:

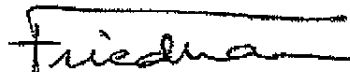
Frederic Friedman
2545 S. Bayshore Dr., #301
Coconut Grove, FL 33133

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 25 day of
January, 2000.



Frederic Friedman

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of
Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he
is familiar with, and accepts the obligations imposed upon registered agents under, the Florida
Business Corporation Act, including specifically Section 607.0505.



Frederic Friedman

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