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D&C
ATTORNEYS AT LAW

DENT & COOK, P.A.

P. O. BOX 3269 • SARASOTA, FLORIDA 34230

JOHN C. DENT, JR.
JOHN F. COOK
SHERRI L. JOHNSON
Joe D. Dingess

RICHARD A. MILLER
OF COUNSEL

April 27, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-05/01/00--01104--003
****122.50 *****78.75

Re: Eternal Imagery, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of Eternal Imagery, Inc. for filing, together with a copy for certifying.

Also, enclosed is a check in the amount of \$122.50 representing filing fees - \$35.00, certified copy - \$52.50, and registered agent designation - \$35.00.

Please forward the Certificate of Incorporation, together with certified copy of the Articles of Incorporation, to the undersigned at your earliest opportunity.

Very truly yours,



Sherri L. Johnson

Enclosures

FILED
2000 MAY -1 AM 9:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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2000 MAY -1 AM 9: 22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ETERNAL IMAGERY, INC.**

ARTICLE I. NAME.

The name of the corporation shall be

ETERNAL IMAGERY, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the corporation as well as the mailing address
of the corporation is:

4369 Olive Avenue
Sarasota, Florida 34231

ARTICLE III. CAPITAL STOCK.

The corporation is authorized to issue, in one class, 1,000 shares of \$1.00 par value
common stock which shall be designated "Common Shares".

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT.

The street address of the corporation's initial registered office is 330 South Orange
Avenue, Sarasota, Florida 34236 and the name of the corporation's initial registered agent at
that address is Sherri L. Johnson.

ARTICLE V. INITIAL BOARD OF DIRECTORS

The name and street address of the corporation's initial director is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Nancy Nadal Payne	4369 Olive Avenue Sarasota, Florida 34231

ARTICLE V. INCORPORATOR.

The name and address of the incorporator is:

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Sherri L. Johnson
330 South Orange Avenue
Sarasota, Florida 34236

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated this 27th day of April, 2000.


SHERRI L. JOHNSON, Incorporator

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


SHERRI L. JOHNSON
Registered Agent

Dated: Apr. 27, 2000