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DEPARTMENT OF STATE DIVISION OF CORPORATIONS 409 E. GAIMES STREET TALLAHASSEE, FL 32399 AUGUST 8, 2000

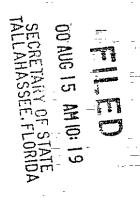
SUBJECT:

BEYOND REALITY INC.

ENCLOSED PLEASE FIND AN ORIGINAL AND ONE(1) COPY OF THE ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION AND A CHECK IN THE AMOUNT OF \$122.50.

FROM:

BEYOND REALITY INC 8581 S FEDERAL HIGHWAY PORT ST LUCIE, FL 34952 561-871-2586





ARTICLES OF INCORPORATION

OF

00 AUG 15 AM 10: 19

SECRETARY OF STATE TALLAHASSEE, FLORIDA

BEYOND REALITY INC.

THE UNDERSIGNED INCORPORATOR(S), FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATIONS ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE

NAME

THE NAME OF THE CORPORATION SHALL BE:

BEYOND REALITY INC.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

8581 S FEDERAL HIGHWAY PORT ST LUCIE, FL 34952

ARTICLE III CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

25,000 COMMON SHARES - PAR VALUE \$1.00

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

DANEAL V. FRANK JR 8581 S FEDERAL HIGHWAY PORT ST LUCIE, FL 34952

ARTICLE V INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLE OF INCORPORATION IS(ARE):

DANEAL V. FRANK JR 8581 S FEDERAL HIGHWAY PORT ST LUCIE, FL 34952

THE UN	DERSIGI	NED HAS(HA	AVE) EXECUTE	D THESE ARTICLES OF	INCORPORATION
THIS				<u>2</u> 006	
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IGNAPURE / TITLE

CERTIFICATE OF DESIGNATION

REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:

BEYOND REALITY INC.

2. THE NAME OF THE REGISTERED AGENT AND OFFICE IS:

DANEAL V. FRANK JR

8581 S FEDERAL HIGHWAY

PORT ST LUCIE, FL 34952

SIGNATURE

(CORPORATE OFFICER)

TITLE

PES.

DATE

| S | OC

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

OD AUG 15 AM 10: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA