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****122.50 *****78.75

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

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

8-15

ARTICLES OF INCORPORATION

OF

BEYOND REALITY INC.

FILED

00 AUG 15 AM 10:19

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 I 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 UNDERSIGNED HAS(HAVE) EXECUTED THESE ARTICLES OF INCORPORATION
THIS 8 DAY OF Aug, 192000


SIGNATURE / TITLE Pres.

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 Pres.

DATE 8/8/00

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 PER-
FORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGA-
TIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 

DATE 8/8/00

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

FILED