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August 22, 2000

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Genesis Design Studios, Inc.

Gentlemen:

Enclosed are the following:

1. Original and one (1) copy of Articles of Incorporation.
2. Original and one (1) copy of Certificate of Designation of Registered Agent  
Registered Office.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Our firm's check in the amount of \$70.00 is enclosed for the filing fee. Please return a file-marked copy of the articles and certificate of designation.

Thank you.

Very truly yours,

*Larry D. Sutton*

LARRY D. SUTTON  
LDS:ly  
Enc.

08/23/00 AUG 2 0 2000

ARTICLES OF INCORPORATION  
OF GENESIS DESIGN STUDIOS, INC.

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00 AUG 23 PM 1:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation:

ARTICLE ONE  
NAME

The name of the corporation is Genesis Design Studios, Inc.

ARTICLE TWO  
PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 1103 Cape Coral Parkway, Suite C, Cape Coral, Florida 33904.

ARTICLE THREE  
CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE FOUR  
PURPOSE OR PURPOSES

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

2. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

ARTICLE FIVE  
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall have a par value of \$10.00 per share.

ARTICLE SIX  
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1103 Cape Coral Parkway, Suite C, Cape Coral, Florida 33904, and the name of its initial registered agent at such address is Carolyn Smart.

ARTICLE SEVEN  
DIRECTORS

The number of directors constituting the corporation's initial board of directors is four (4). The name and address of each person who is to serve as a member of the initial board of directors is:

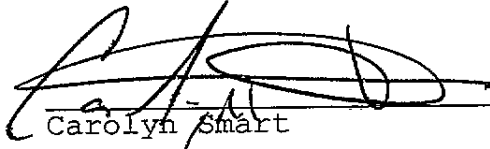
Name	Address
Carolyn Smart	1103 Cape Coral Parkway, Suite C Cape Coral, FL 33904
Jody VanCleft	1103 Cape Coral Parkway, Suite C Cape Coral, FL 33904
Gregory Smart	1103 Cape Coral Parkway, Suite C Cape Coral, FL 33904
Charles D'Agostino	1103 Cape Coral Parkway, Suite C Cape Coral, FL 33904

ARTICLE EIGHT  
INCORPORATORS

The name and address of each incorporator is:

Name	Address
Carolyn Smart	1103 Cape Coral Parkway, Suite C Cape Coral, FL 33904

Executed by the undersigned at Cape Coral, Florida, on the  
22 day of August, 2000.

  
Carolyn Smart

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT REGISTERED OFFICE**

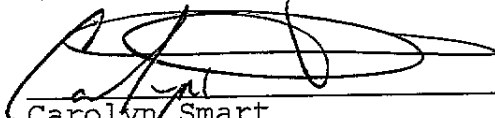
PURSUANT TO THE PROVISIONS OF FS § 607.0501 or FS § 617.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Genesis Design Studios, Inc.

2. The name and address of the registered agent and office is:

Carolyn Smart  
1103 Cape Coral Parkway, Suite C  
Cape Coral, FL 33904

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.

  
Carolyn Smart

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA