

PD1000002454

Horton Townes

December 30, 2000

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

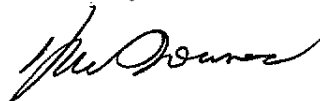
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: Promo Images, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Incorporation for said company. I have also enclosed a check for \$78.75 for the accompanying fees. Your prompt attention to processing the paperwork is truly appreciated.

Sincerely,



Horton Townes

FILED  
01 JAN -2 PM12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**Promo Images, Inc.**

FILED

01 JAN -2 PM 12:01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber of these Articles of Incorporation, a natural person competent to contract, hereby undertakes to form a Corporation for Profit under the Laws of the State of Florida.

**ARTICLE I - NAME**

The name of the Corporation shall be:

Promo Images, Inc.

**ARTICLE II - NATURE OF BUSINESS**

The general character or nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding is:

100,000 shares of Class A voting common stock with a par value of \$0.01 per share;

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

**ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is to be:

10653 Lake Vista Drive  
Pinellas County  
Seminole, Florida 33772

and the name of the initial registered and resident agent of this Corporation at that address is Horton Townes.

**ARTICLE V - ADDRESS**

The initial street address of the principal office of the Corporation is to be:

10653 Lake Vista Drive  
Pinellas County  
Seminole, Florida 33772

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.

**ARTICLE VI - DIRECTORS**

The name and address of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

Horton Townes  
Rene S. Townes  
Harry E. Pratt

10653 Lake Vista Drive  
Seminole, Florida 33772

## **ARTICLE VII - INCORPORATOR**

The name and street address of the Incorporator of these Articles is as follows:

Horton Townes  
10653 Lake Vista Drive  
Seminole, FLorida 33772


## **ARTICLE VIII - EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon receipt by the Secretary of State's office.

## **ARTICLE IX - AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

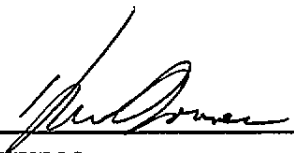
IN WITNESS WHEREOF, the undersigned Incorporator of this Corporation has executed these Articles of Incorporation on December 29, 2000.

  
\_\_\_\_\_  
Horton Townes

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above-named corporation at the place designated in the Articles of Incorporation, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 12-29-00

  
\_\_\_\_\_  
Horton Townes