

P01000036705

DANIEL J. LEFEVRE
LAWYER

1491 W. FAIRBANKS AVENUE
WINTER PARK, FLORIDA 32789

MAIL: P.O. Box 70
WINTER PARK, FL 32790

TELEPHONE (407) 647-3975
FAX (407) 645-0315

April 4, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

300003962963--6
-04/06/01--01075--008
*****78.75 *****78.75

Re: **PIXEL eMEDIA, INC.**

Dear Sirs:

Enclosed please find an original and one copy of the proposed Articles of Incorporation relative to the above-captioned corporation, together with my check in the amount of \$78.75 to cover the following:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
Certified copy of Articles of Incorporation	<u>\$ 8.75</u>
	\$78.75

Thank you for your assistance and prompt attention to this matter.

Yours very truly,

Daniel J. LeFevre/cga

Daniel J. LeFevre

DJL/cga

Enclosures

FILED
01 APR - 6 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESLER APR 11 2000

ARTICLES OF INCORPORATION

OF

PIXEL eMEDIA, INC.

ARTICLE I.

The name of this corporation is PIXEL eMEDIA, INC. The corporation's principal office and mailing address is 443 Buckskin Court, Winter Springs, Florida 32708.

ARTICLE II.

The corporation shall have perpetual existence.

ARTICLE III.

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

This corporation is authorized to issue SEVEN THOUSAND (7,000) shares of ONE DOLLAR (\$1.00) par value common stock.

ARTICLE V.

The street address of the initial registered office of this corporation is 443 Buckskin Court, Winter Springs, Florida 32708 and the name of the initial registered agent of this corporation at this address is GREG BURKETT.

FILED
01 APR -6 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV.

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than two. The names and addresses of the initial directors of this corporation are:

GREG BURKETT
443 Buckskin Court
Winter Springs, Florida 32708

LINDA BURKETT
443 Buckskin Court
Winter Springs, Florida 32708

ARTICLE VII.

The names and addresses of the persons signing these Articles are:


GREG BURKETT
443 Buckskin Court
Winter Springs, Florida 32708

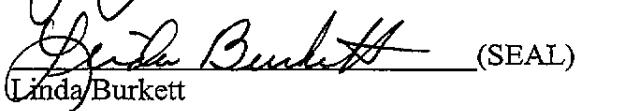
LINDA BURKETT
443 Buckskin Court
Winter Springs, Florida 32708

ARTICLE VIII.

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment thereto, and any conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this the 4th day of April, 2001.


Greg Burkett (SEAL)

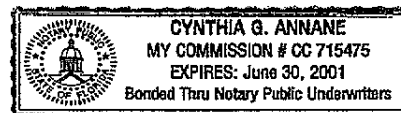

Linda Burkett (SEAL)

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid personally appeared GREG BURKETT and LINDA BURKETT, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed said Articles of Incorporation.

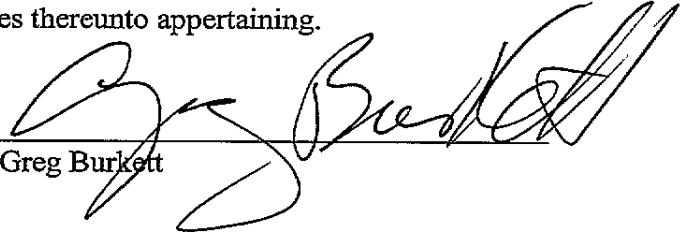
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid on this the 4th day of April, 2001.


Notary Public, State of Florida



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent above, I hereby accept and agree to act in that capacity and agree to comply with the Florida Statutes thereunto appertaining.


Greg Burkett

FILED

01 APR -6 PM 1:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA