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Rainier De Varona
29 Meadows Park Lane
Boynton Beach, FL 33436
(561) 434-4765

April 24, 2001

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****78.75 *****78.75

Dear Sir or Madam:

Enclosed, please find the Articles of Incorporation for Innovative Media Systems, Inc. along with check number 421 in the amount of \$78.75 for the payment of the filing fees, registered agent designation fee and a certified copy of the articles of incorporation.

Should you have any questions, please do not hesitate to contact me.

Sincerely,



Rainier De Varona

Enc.

FILED
01 APR 26 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FL 32314

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ARTICLES OF INCORPORATION
OF
INNOVATIVE MEDIA SYSTEMS, INC.

ARTICLE I
NAME

The name of the corporation is **Innovative Media Systems, Inc.**

ARTICLE II
DURATION

The corporation shall exist perpetually.

ARTICLE III
PURPOSE AND NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

The authorized capital stock of the corporation shall consist of 1,000,000 shares of common stock at \$0.001 par value.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is Comeau Building, 10th Floor, 319 Clematis Street, West Palm Beach, Florida, 33401-4624 and the name of the initial registered agent of the corporation at that address is Alexandra Sierra-De Varona, Esq.

ARTICLE VI
DIRECTOR

(a) Number. The corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time in accordance with the bylaws.

(b) Initial Director. The name and street address of the member of the first Board of Directors of the corporation is:

Name

Address

Rainier A. De Varona

29 Meadows Park Lane
Boynton Beach, Florida 33436

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TALLAHASSEE, FLORIDA

**ARTICLE VII
INITIAL PRINCIPAL PLACE OF BUSINESS**

The principal place of business shall be 29 Meadows Park Lane, Boynton Beach, Florida 33436.

**ARTICLE VIII
BYLAWS**

The initial bylaws of the corporation shall be adopted by the directors. Bylaws shall thereafter be adopted, altered, amended or repealed from time to time by either the shareholders or the directors, but the directors shall not alter, amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the directors.

**ARTICLE IX
INCORPORATOR**

The name and street address of the incorporator of the corporation is:

Name

Address

Rainier A. De Varona

29 Meadows Park Lane
Boynton Beach, Florida 33436

**ARTICLE X
INDEMNIFICATION**

The corporation may indemnify any officer or director or a former officer or director, to the fullest extent permissible by law.

**ARTICLE XI
AMENDMENT**


The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 24th day of April, 2001.


RAINIER A. DE VARONA

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


ALEXANDRA SIERRA-DE VARONA
Comeau Building
10th Floor
319 Clematis Street
West Palm Beach, Florida 33401
Dated: 4/24/01