

CORPORATE
ACCESS,
INC.

P02000017972

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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1.) A Perfect Image, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
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3.) _____
(CORPORATE NAME & DOCUMENT #)

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4.) _____
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J. BRYAN FEB 18 2002

***CERTIFICATE OF INCORPORATION
OF
A PERFECT IMAGE, INC.***

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TALLAHASSEE, FLORIDA

I, the undersigned, hereby make, subscribe, acknowledge and file this Certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges and immunities of corporations for profit.

ARTICLE I. NAME

The name of this corporation is **A PERFECT IMAGE, INC.**

ARTICLE II. 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is: Ten Thousand Shares of common stock having no nominal par value, and shall be fully paid and non-assessable. All such stock shall be payable in cash.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is Five Hundred Dollars and No Cents (\$500.00).

ARTICLE V. TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida, is: *38350 Palm Grove Drive, Zephyrhills, Florida 33541*. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. DIRECTORS

There shall be a Board of Directors for this corporation which shall consist of not less than one (1) and not more than seven (7) members, the number of the same to be fixed by the stockholders or by the corporate by-laws. A quorum for the transaction of business shall be a majority of the directors qualified and active, and the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be stockholders. The stockholders of this corporation may remove any director from office at any time with or without cause.

ARTICLE VIII. INITIAL DIRECTORS

NAME:	ADDRESS:
DUDLEY E. ALBERT	38350 Palm Grove Drive Zephyrhills, Florida 33541
DONALD D. ALBERT	38350 Palm Grove Drive Zephyrhills, Florida 33541

ARTICLE IX. INITIAL OFFICERS

NAME:	ADDRESS:	OFFICE:
DUDLEY E. ALBERT	38350 Palm Grove Drive Zephyrhills, Florida 33541	President

DONALD D. ALBERT	38350 Palm Grove Drive Zephyrhills, Florida 33541	Vice-President
ANDREA R. ALBERT	38350 Palm Grove Drive Zephyrhills, Florida 33541	Secretary
DONALD D. ALBERT	38350 Palm Grove Drive Zephyrhills, Florida 33541	Treasurer

ARTICLE X. INCORPORATOR

NAME:	ADDRESS:
DUDLEY E. ALBERT	38350 Palm Grove Drive Zephyrhills, Florida 33541

ARTICLE XI. REGISTERED AGENT

This corporation has named Dudley E. Albert, 38350 Palm Grove Drive, Zephyrhills, Florida 33541, as its agent to accept service of process within this State.

ARTICLE XII. AMENDMENT

This Certificate 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 therein, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Certificate of Incorporation be made.

IN WITNESS WHEREOF, the parties herein have hereunto set their hands and seals the 12th day of February, A.D., 2002.


DUDLEY E. ALBERT

STATE OF FLORIDA
COUNTY OF PASCO

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared DUDLEY E. ALBERT, to be the person described in and who executed the foregoing Certificate of Incorporation as incorporator and he/she acknowledged before me that he/she subscribed to that Certificate of Incorporation. That he/she is personally known to me or he/she has produced personally known as identification.

WITNESS my hand and seal this 12th day of February, A.D., 2002.

Seal/Expiration:



SANDRA J. DOUGLAS
Notary Public, State of Florida
My Commission Expires 10/5/03
Commission No. CC 877184

Sandra J. Douglas
NOTARY PUBLIC *Sandra J. Douglas*

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That A PERFECT IMAGE, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Zephyrhills, County of Pasco, State of Florida, has named DUDLEY E. ALBERT, 38350 Palm Grove Drive, Zephyrhills, Florida 33541, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
DUDLEY E. ALBERT
Registered Agent

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