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TRANSMITTAL LETTER

02 APR 22 PM 1:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

SUBJECT: Island Images of the Caribbean, Inc.

200005316152--5
-04/23/02--01012--004
*****78.75 *****78.75

Enclosed are an original and (2) copies of the articles of incorporation and a check for:

\$78.75
Filing Fee
& Certified Copy

FROM: Karl W. Ammons
4000-27 St. Johns Avenue
PMB 90
Jacksonville, FL 32205
904 - 387-0943

CB 4-26

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ISLAND IMAGES OF THE CARIBBEAN, INC.
a Florida corporation**

I, the undersigned, do hereby make form a corporation, and for such purpose I hereby make, execute and adopt the following Articles of Incorporation.

ARTICLE ONE

NAME OF CORPORATION AND ADDRESS OF PRINCIPAL OFFICE

The name of this corporation shall be: **ISLAND IMAGES OF THE CARIBBEAN, INC., a Florida corporation.** The address of the principal office of the corporation is: 2215 St. Johns Avenue, Suite 4, Jacksonville Florida 32204.

ARTICLE TWO

PURPOSE

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

ARTICLE THREE

DURATION

The term for which this corporation shall exist shall be perpetual commencing on the date filed with the Secretary of State.

ARTICLE FOUR

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares at One Dollar (\$1.00) par value common stock.

ARTICLE FIVE

INCORPORATORS

The name and address of the person signing these Articles is:

Karl W. Ammons
4000-27 St. Johns Avenue
PMB 90
Jacksonville, FL 32205

ARTICLE SIX

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors, subject to the approval of the shareholders.

ARTICLE SEVEN

RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amounts set opposite his or her name:

<u>NAME</u>	<u>SHARES</u>
Karl W. Ammons	500 shares
Luce B. Ammons	500 shares

Shares held by the initial shareholders and subsequent shareholders may not be sold or otherwise transferred to other persons or hypothecated in any manner unless such shares are first offered to the remaining shareholders or to this corporation. Further, the remaining shareholders must first issue their written approval of the prospective buyer as a contingency to the sale of such stock being consummated. The price and terms of which, and the time within which, such shares may be offered and sold may be further specified by written agreement among all of the shareholders of this corporation.

ARTICLE EIGHT

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his or her prorata share thereof at the price at which it is offered to others.

ARTICLE NINE

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2215 St. Johns Avenue, Suite 4, Jacksonville, Florida 32204, and the name of the initial registered agent of this corporation at this address is Karl W. Ammons.

ARTICLE TEN

INITIAL BOARD OF DIRECTORS

This corporation shall have (2) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be more than ten. The name and address of the initial director(s) of this corporation is:

Karl W. Ammons
4000-27 St. Johns Avenue
PMB 90
Jacksonville, Florida 32205

Luce B. Ammons
4000-27 St. Johns Avenue
PMB 90
Jacksonville, Florida 32205

ARTICLE ELEVEN

The names and post office addresses of the officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed and have qualified are as follows:

President

Luce B. Ammons
4000-27 St. Johns Avenue
PMB 90
Jacksonville, FL 32205

Vice-President/Secretary/Treasurer

Karl W. Ammons
4000-27 St. Johns Avenue
PMB 90
Jacksonville, FL 32205

ARTICLE TWELVE

SHAREHOLDERS QUORUM AND VOTING

Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

ARTICLE THIRTEEN

INDEMNIFICATION

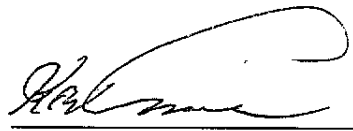
This corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE FOURTEEN

AMENDMENT

This corporation, through its shareholders, reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of April, 2002.



Karl W. Ammons

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR 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 ISLAND IMAGES OF THE CARIBBEAN, INC., a Florida corporation, desiring to
organize under the laws of the State of Florida with its principal office, as indicated in the Articles of
Incorporation at City of Jacksonville, County of Duval, Sate of Florida, has named Karl W. Ammons, as
it's agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the 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 office open.


Karl W. Ammons

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

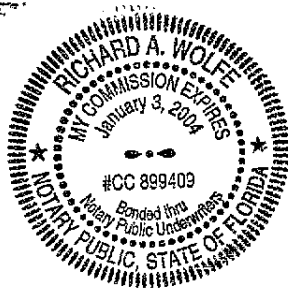
STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was sworn to and subscribed before me this 19th day of April, 2002, by Karl W. Ammons, who is personally known to me or has produced a valid Florida drivers license as proof of identification.

Karl Ammons

H 552-519-48-135-0



Richard Wolfe

Signature of person taking acknowledgment

Richard Wolfe

Printed name of person taking acknowledgment