

Christopher E. Mast, P.A.

Christopher E. Mast, P.A.
1059 5th Avenue North
Naples, Florida 34102
239/434-5922
Fax: 239/434-6355

P02000073681

July 1, 2002

Florida Division of Corporations
Attn: New Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Naples Images, Inc.

600006233186--7
-07/05/02--01086--002
****122.50 *****78.75

Dear Sir or Madam:

Please find enclosed for filing an original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent/Registered Office with Acceptance along with my check in the sum of \$122.50 in payment for the filing fee and certified copy.

After filing, please forward a certified copy of such documents to my attention at the address indicated above.

Thank you.

Sincerely,



Christopher E. Mast, Esquire
Attorney At Law

CEM:aap

Enclosures/1/

FILED
2002 JUL -5 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

107-08-02
J

ARTICLES OF INCORPORATION
OF
NAPLES IMAGES, INC.

ARTICLE I - NAME

The name of this corporation is NAPLES IMAGES, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand shares of one dollar (\$ 1. 00) par value common stock which shall be designated as "common shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

FILED
2002 JUL -5 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL
OFFICE AND MAILING ADDRESS**

The street address of the initial registered office of this corporation is 1059 5th Avenue North, Naples, Florida 34102 and the name of the initial registered agent of this corporation at the address is Christopher E. Mast. The street address of the principal office is 937 4th Avenue South, Naples, Florida 34102 and the mailing address is the same.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by vote of the shareholders, however, there shall never be less than one director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

Wende C. Malik
937 4th Avenue South
Naples, Florida 34102

Carl J. Thome
937 4th Avenue South
Naples, Florida 34102

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator signing these Articles of Incorporation is:

Wende C. Malik
937 4th Avenue South
Naples, Florida 34102

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 1st day of July, 2002.

Wende C. Malik
Wende C. Malik
Incorporator

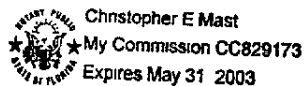
STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 1ST day of
July, 2002, by Wende C. Malik [✓], who is personally known to me
or [], who has produced _____ as identification.

Seal

[Signature]
Notary Public

Printed name: CHRISTOPHER E. MAST



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement designating the Registered Agent/Registered Office in the State of Florida.

1. The name of the corporation is: NAPLES IMAGES, INC.
2. The name and address of the registered agent and registered office is:

Christopher E. Mast
1059 5th Avenue North
Naples, Florida 34102

FILED
2002 JUL -5 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED: July 1, 2002

BY: Wende C. Malik
Wende C. Malik
Corporate Director

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to accept the appointment as registered agent and to act in that capacity, and I further state that I am familiar with, and accept, the obligations provided for in Section 607.0501, Florida Statutes, and to comply with the provisions of all other statutes relative to the proper and complete performance of my duties.

DATED: July 1, 2002

BY: Christopher E. Mast
Christopher E. Mast