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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCOUNT NO: : 072100000032

REFERENCE : 741511 8432A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 12, 2002

ORDER TIME : 10:42 AM

ORDER NO. : 741511-005

CUSTOMER NO: 8432A

CUSTOMER: Robert White, Jr., Esq
Sobering,white & Luczak, P.a.

Suite 240
558 West New England Ave.
Winter Park, FL 32789

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DOMESTIC FILING

NAME: 360PIX, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

RECEIVED
02 SEP 12 AM 11:44
TALLAHASSEE FLORIDA

5

D. WHITE SEP 12 2002

**ARTICLES OF INCORPORATION
OF
360PIX, INC.**

FILED
02 SEP 12 PM 12:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned hereby makes and subscribes these Articles of Incorporation intending to form a corporation under the provisions of Chapter 607, Florida Statutes.

ARTICLE I - NAME

The name of this corporation is 360PIX, INC.

ARTICLE II - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by Chapter 607, Florida Statutes, as presently in effect and as it may be amended from time to time in the future.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue TWO HUNDRED (200) shares of common stock, each share having a par value of \$1.00.

ARTICLE IV - DURATION

The corporation is to have perpetual existence, beginning in accordance with law.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9472 Southern Garden Circle, Altamonte Springs, Florida 32714; and the name of the initial registered agent is ERIK WYAND.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is 9472 Southern Garden Circle, Altamonte Springs, Florida 32714.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The initial directors of this corporation shall be:

Erik Wyand
Jason B. Purdy

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

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 thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI - INCORPORATOR


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

Erik Wyand
9472 Southern Garden Circle
Altamonte Springs, Florida 32714

IN WITNESS WHEREOF, the undersigned incorporator has executed these

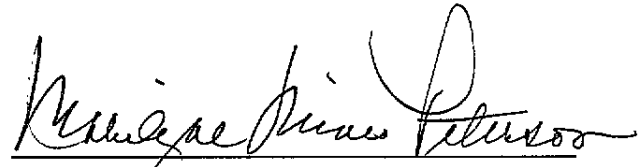
Articles of Incorporation this 11 day of September, 2002

Incorporator


ERIK WYAND

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11th day of September, 2002 by Erik Wyand, who is personally known to me or who has produced FL D.C. as Florida identification and who did/did not take an oath.


Name: _____

NOTARY PUBLIC
State of Florida

My Commission Expires:

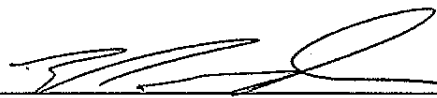


Marilyne Mines Peterson
MY COMMISSION # CC833207 EXPIRES
May 7, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

DESIGNATION OF REGISTERED AGENT

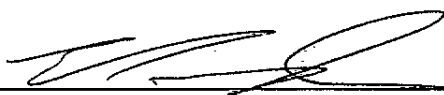
Pursuant to Chapter 48.0501, Florida Statutes, the following is submitted in compliance with said Act:

That 360PIX, INC., a corporation being organized to exist under the laws of the State of Florida with its registered office located at 9472 Southern Garden Circle, Altamonte Springs, Florida 32714 has named ERIK WYAND, located at that address as its agent to accept service of process within the State.


ERIK WYAND

ACKNOWLEDGEMENT

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


ERIK WYAND

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