

Nancy A. Rossman, Attorney At Law

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Orlando, Florida 32835
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VIA FEDERAL EXPRESS

PO2000113023

October 7, 2002

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500008272095--9
-10/08/02--01027--013
****122.50 *****78.75

Re: Fresh Produce Pictures Unlimited
Training for Interaction, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation and Designation of Registered Agent for both of the above referenced corporations. Please file the Articles with the Florida Secretary of State and return the certified copy of said Articles to the undersigned in the envelope provided for your convenience. Also enclosed is our checks in the amount of \$122.50 each to cover the costs of filing as follows:

\$35.00	Articles of Incorporation Filing Fee
\$35.00	Designation of Registered Agent
\$52.50	Certified Copy of Articles of Incorporation

Thank you for your prompt attention to this matter. Should you have any questions, please do not hesitate to contact me.

Very truly yours,



Karen M. Eaton

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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1. SMITH OCT 21 2002

Handwritten notes: "2002-10-21" and "7"



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 9, 2002

NANCY A. ROSSMAN
6355 METRO WEST BLVD STE 330
ORLANDO, FL 32835

SUBJECT: FRESH PRODUCE PICTURES UNLIMITED
Ref. Number: W02000029254

We have received your document for FRESH PRODUCE PICTURES UNLIMITED and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist
New Filing Section

Letter Number: 802A00056574

ARTICLES OF INCORPORATION
OF
FRESH PRODUCE PICTURES UNLIMITED, INC.

The undersigned, acting as sole incorporator, desiring to form a Corporation, for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I - NAME OF CORPORATION

The name of the Corporation (the "Corporation") shall be **FRESH PRODUCE PICTURES UNLIMITED, INC.**

ARTICLE II - TERM OF EXISTENCE

The Corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually.

ARTICLE III - GENERAL PURPOSES

(1) The general purposes for which the Corporation is organized shall be to manufacture, construct, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with products, goods, ware, merchandise, real and personal property and services of every kind, class, and description.

(2) It is intended that the Corporation is organized for and may conduct and transact any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended; provided, however, that notwithstanding the generality of the foregoing, the corporation is not hereby authorized to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance, association, cooperative association, fraternal benefit society, state fair, or exposition business.

ARTICLE IV - CAPITAL STOCK

The maximum number of share of capital stock that the Corporation is authorized to issue and have outstanding is ONE HUNDRED THOUSAND (100,000) shares, which shall be designated as Common Shares with a par value of (\$.01) per share.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

**ARTICLE V - INITIAL REGISTERED OFFICE, PRINCIPAL PLACE OF
BUSINESS AND REGISTERED AGENT**

The initial street address of the registered office of the Corporation in the State of Florida and the principal place of business for the Corporation is 8954 Elliott's Ct., Orlando, Florida 32836. The name of the initial registered agent of the Corporation at such address is Gary Rorman.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. The initial number of directors of the corporation shall be two (2).

B. The number of directors of the corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than the minimum number of directors required by applicable law.

C. The names and addresses of the initial members of the Board of Directors, who shall hold office until their successors are duly elected and have qualified, are:

Name	Address
Gary Rorman	8954 Elliott's Court, Orlando, FL 32836
Paula M. Rossman	8954 Elliott's Court, Orlando, FL 32836

ARTICLE VII - INCORPORATOR

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

<u>Name</u>	<u>Address</u>
Gary Rorman	8954 Elliott's Court Orlando, Florida 32836

ARTICLE VIII - BY-LAWS

The power to adopt, amend, or repeal By-Laws for the management of the Corporation shall be vested in either the Board of Directors or the shareholders; provided, however, that no By-Law adopted by the shareholders may be altered, amended, or repealed by the Board of

Directors; and provided, further, however, that only the shareholders may adopt a By-Law which fixes, increases, or decreased the number of directors of the Corporation.

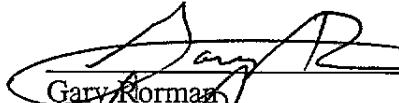
ARTICLE IX - AMENDMENT TO ARTICLES

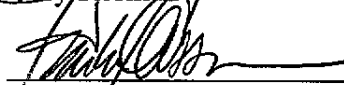
These Articles of Incorporation may be amended in any manner permitted by law.

ARTICLE X - INDEMNIFICATION

The Corporation shall indemnify its directors, officers, employees, and agents to the full extent permitted by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation at Orlando, Florida, this 15 day of October, 2002.



Gary Rorman


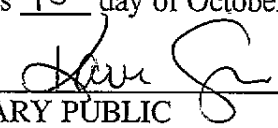
Paula M. Rossman

STATE OF FLORIDA)
)S.S.:
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 15 day of October, 2002



Karen M Eaton
My Commission DD087128
Expires March 01, 2006

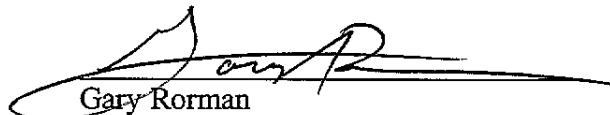


NOTARY PUBLIC

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned, Nancy A. Rossman, as registered agent appointed in accordance with the foregoing Articles of Incorporation, does hereby accept such appointment, and does hereby state that it is familiar with and accepts the obligation imposed pursuant to §607.0501 and §607.0505 of the Florida Business Corporation Act.



Gary Rorman

**PROCEEDINGS OF THE INCORPORATOR
OF
FRESH PRODUCE PICTURES UNLIMITED, INC.**

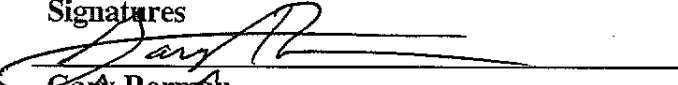

THE UNDERSIGNED, being the sole incorporator **FRESH PRODUCE PICTURES UNLIMITED, INC.** a Florida Corporation (the "Corporation"), hereby affirmatively adopts the following recitals and resolutions:

WHEREAS, the Corporation is authorized to have 100,000 Common Shares issued and outstanding, and no offering of such shares has heretofore been made, and it is now necessary for the Corporation to solicit and accept subscriptions for such shares:

NOW THEREFORE, BE IT RESOLVED, that in accordance with the foregoing recitals, the following subscriptions for the Common Shares of the Corporation were received and accepted by the incorporator:

SUBSCRIPTIONS:

The undersigned hereby subscribes for the number of shares indicated below opposite their respective signatures, and agree to pay therefore the sum per share set forth opposite such signatures:


<u>Signatures</u>	<u>Number of Shares</u>	<u>Price Per Share</u>	<u>Aggregate Price</u>
 Gary Rorman	50.000	.01	500.00
 Paula M. Rossman	50.000	.01	500.00

The subscriptions for the shares of the Corporation set forth above, at the price per share set forth opposite the signatures of the subscribers were accepted, and the following Certificate of the Incorporator was duly executed.

CERTIFICATE OF THE INCORPORATOR
OF
FRESH PRODUCE PICTURES UNLIMITED, INC.

The undersigned, being the sole incorporator of the above named Corporation, does hereby certify that subscriptions for shares of the Corporation have been received and accepted in an amount at least equal to the aggregate par value of all shares issued in accordance with the foregoing subscriptions.

15 IN WITNESS WHEREOF, the undersigned has executed this document as of the day of October, 2002.


Gary Rorman

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SECRETARY OF STATE
DIVISION OF CORPORATIONS