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FAX NO.

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Division of Corporations

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Florida Department of State
Division of Corporations
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 ALL AH:SS:TE:FL:PR:ID:

FLORIDA PROFIT CORPORATION OR P.A.
APERTURE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
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**ARTICLES OF INCORPORATION
OF
APERTURE, INC.**

The undersigned, as incorporator, hereby forms a corporation within the meaning of the applicable provisions of Chapter 607, *Florida Statutes*:

ARTICLE I
NAME

The name of the corporation is APERTURE, INC. (the "Corporation").

ARTICLE II
DURATION

The Corporation shall exist commencing on the date of filing of these Articles of Incorporation with the Florida Secretary of State, and the Corporation's existence shall be perpetual.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a corporation under the laws of Florida.

ARTICLE IV
PLACE OF PRINCIPAL OFFICE

The mailing address and the street address of the Corporation's principal office is: 477 South Rosemary Avenue, Suite 202, West Palm Beach, Florida 33401.

ARTICLE V
REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Matthew G. Schindel, Esq. The street address of the initial registered agent of the Corporation is: c/o Broad and Cassel, One North Clematis Street, Suite 500, West Palm Beach, Florida 33401.

ARTICLE VI
CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of common voting stock with a par value of \$0.001 per share.

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ARTICLE VII
DIRECTORS

The Corporation shall have a Board of Directors initially consisting of one (1) Director. The initial Director of the Corporation is:

Kathleen Black-DeLorenzo 477 South Rosemary Avenue, Suite 202
West Palm Beach, Florida 33401

ARTICLE VIII
AMENDMENT TO ARTICLES OF INCORPORATION AND BYLAWS

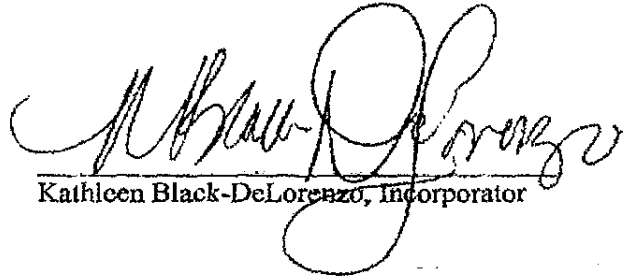
The majority vote of the issued and outstanding common shares of the Corporation shall be required to adopt, alter, amend, or repeal these Articles of Incorporation and the By-laws of the Corporation.

ARTICLE IX
INCORPORATOR

The name and address of the incorporator is:

Kathleen Black-DeLorenzo 477 South Rosemary Avenue, Suite 202
West Palm Beach, Florida 33401

The undersigned executed these Articles of Incorporation on the 17th day of January, 2003.


Kathleen Black-DeLorenzo, Incorporator

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Corporation, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Matthew G. Schindel, Esq.

Dated: January 17, 2003

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