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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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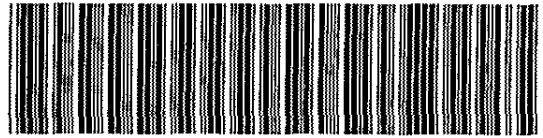
(Business Entity Name)

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03 JAN 31 PM 1:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VI
2-7-03

LAW OFFICES
RICHARD E. WARNER, P.A.

FELLOW - AMERICAN COLLEGE OF TRUST AND ESTATE COUNSEL

8301 OVERSEAS HIGHWAY
P.O. BOX 501317
MARATHON, FLORIDA 33050-1317
305/743-6022
FAX: 305/743-6216

January 28, 2003

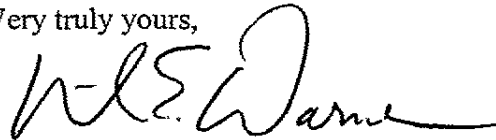
Secretary of State
Division of Corporations
State of Florida
Box 6327
Tallahassee, FL 32314

RE: JASPERXDIGITAL STUDIOS, INC.

Dear Secretary:

Enclosed please find the Articles of Incorporation for the above named corporation for filing. Enclosed also is our check to you in the amount of \$78.75 for filing fees, taxes, and a certified copy of the **Articles of Incorporation**. We have enclosed a copy for this purpose. Please return the certified copy and the Certificate of Incorporation to me at the above address.

Very truly yours,

A handwritten signature in dark ink, appearing to read "R.E. Warner", written in a cursive style.

Richard E. Warner

REW/ndw
Enclosure

**ARTICLES OF INCORPORATION
OF
JASPERXDIGITAL STUDIOS, INC.**

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SECRETARY OF STA
TALLAHASSEE, FLOR

ARTICLE I - Name.

The name of this corporation is JASPERXDIGITAL STUDIOS, INC.

ARTICLE II - Purpose.

This corporation is organized for the purposes of conducting any and all lawful business enterprises.

ARTICLE III - Capital Stock.

This corporation is authorized to issue One Hundred (100) shares of stock having no par value.

ARTICLE IV - Initial Registered Office and Agent / Principal Office Address

The name and address of the initial registered agent and the street address of the initial registered office and the principal office of this corporation is:

Michael Baltzersen a/k/a Jasper Baltzersen
57365 Morton Street
Marathon, Florida 33050

ARTICLE V - Board of Directors.

This corporation shall have one director initially. The number of directors may be increased from time to time by the by-laws. The name and address of the initial director is:

Michael Baltzersen a/k/a Jasper Baltzersen
57365 Morton Street
Marathon, Florida 33050

ARTICLE VI - Incorporator.

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

Michael Baltzersen a/k/a Jasper Baltzersen
4590 Overseas Highway
Marathon, Florida 33050

ARTICLE VII - Indemnification.

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

ARTICLE VIII - Amendment.

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendments hereto.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of January, A.D., 2003.



MICHAEL BALTZERSEN
a/k/a JASPER BALTZERSEN

ACKNOWLEDGMENT

STATE OF FLORIDA)
) SS:
COUNTY OF MONROE)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgments, personally appeared Michael Baltzersen a/k/a Jasper Baltzersen, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed the same, and who is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of January, 2003.



Eloise Kerr
My Commission DD135002
Expires September 09, 2006



NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

(SEAL)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT JASPERXDIGITAL STUDIOS, INC.

(corporation)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MARATHON, STATE OF FLORIDA, HAS NAMED MICHAEL BALTZERSEN, A/K/A JASPER BALTZERSEN, LOCATED AT 57365 MORTON STREET, MARATHON, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITH FLORIDA.

SIGNATURE: 

MICHAEL BALTZERSEN,
a/k/a JASPER BALTZERSEN

TITLE: PRESIDENT

DATE: January 27, 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE 

MICHAEL BALTZERSEN
a/k/a JASPER BALTZERSEN, President

DATE: January 27, 2003