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30141 Agoura Road, Suite 205
Agoura Hills, California 91301

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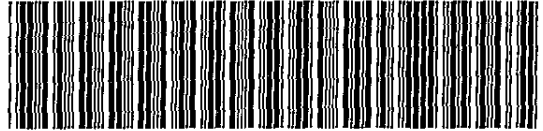
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SECRETARY OF STATE
TALLAHASSEE FL 32304

ARTICLES OF INCORPORATION
OF
MarcelBernard'G DigitalImage Inc.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following articles of incorporation.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I NAME

The name of the Corporation shall be: MarcelBernard'G DigitalImage Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

723 Nw 25th Ave.
Delray Beach, Florida 33445

ARTICLE III SHARES

The number of shares that this corporation is authorized to have outstanding at any one time is: 1500 at \$0.01 par value per share.

ARTICLE IV INITIAL DIRECTORS

The name(s) and address(s) of the initial Director(s) is/are:

Bernard M Goupy
723 NW 25th Ave.
Delray Beach, Florida 33445

Jane Kellay
723 NW 25th Ave.
Delray Beach, Florida 33445

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

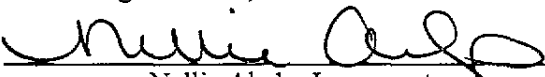
The name and Florida street address of the initial registered agent is:

Bernard M Goupy
723 Nw 25th Ave.
Delray Beach, Florida 33445

ARTICLE VI INCORPORATOR

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

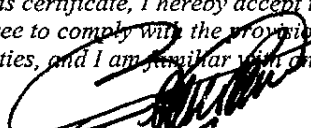
Nellie Akalp
30141 Agoura Rd., Suite 205
Agoura Hills, California 91301


Nellie Akalp, Incorporator

8.22.03

Date

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


Bernard M Goupy, Registered Agent

08/22/03

Date