(City, State, Zip) (Phone #)

Trademark

Other

CR2E031(10/92)

OFFICE USE ONLY

\$400000001 4400055723 -02/08/95--01093--009 \*\*\*\*\*70.00 \*\*\*\*\*70.00

APR - 6 1995

Examiner's Initials

## CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status .... NEW FILINGS AMENDMENTS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent ထု Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement T. BROWN



#### FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 10, 1995

BO. S. SODERBERG 13575 58TH STREET, N CLEARWATER, FL 34620

SUBJECT: DIGICOMM, INC. Ref. Number: W95000003098

We have received your document for DIGICOMM, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6932.

Teresa Brown Corporate Specialist

Letter Number: 995A00005959

### ARTICLES OF INCORPORATION

OF

VIP Image, Inc.

ARTICLE 1 - NAME

The name of this corporation is VIP Image, INC.

ARTICLE 11 - DURATION

This corporation shall have perpetual existance commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated in the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$ 100.00 par value common stock.

ARTICLE V - REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be located at 13575 58th Street North, Clearwater, Florida 34620 and the initial registered agent of this corporation shall be Bo S. Soderberg, at 13575 58th Street North, Clearwater, FL 34620.

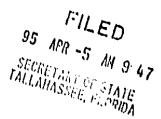
# ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Jimmy Spets, 13575 58th Street N., Clearwater, FL 34620

ARTICLE VII - INCOFPORATOR

The name and address of the Incorporator signing these articles is: Bo S. Soderberg, 13575 58th Street North, C.earwater, FL 34620.



# ARTICLE VIII - 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 hereto. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting the intention that a certain amendment of these articles be made.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the 29th day of March 1995.

Bo S. Soderberg Incorporator

STATE OF FLORIDA PINELLAS COUNTY

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appered Bo S. Soderberg, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County, this 29th day of March, 1995.

MITCHELL CC434121 EXPIRES 1999 MISSERANCE, INC.

Notary Public



-M. M.

CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS DOMICILE FOR THE SERVICE OF PROCESS WITTIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHO PROCESS MAY BE SERVED

In complience with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

First, that VIP Image, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 13575 58th Street North, Clearwater, Florida 34620, has named Bo S. Soderberg, located at 13575 58th Street North, Clearwater, FL 34620 as its agent to accept service of process within Florida.

Dated: March 29, 1995

Bo S. Soderberg Registered Agent