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AUTHORIZATION :

COST LIPET a - \$ PREPARD

OFDER DATE # February 13, 1996

ORDER TUDE # 9#23 AM

ORDER NO. 844640

CUSTOPIER NO:

113160

CUSTOMER: Occupe G. Kurschner, Esq GEORGE G. KURSCHNER, ESQ

> Sulte 324 370 West Camino Garden Boca Raton, FL 33432

> > DOMESTIC FILING

ЫОРИ≘а ULTIMATE IMAGES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTMERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: VICKI PEREZ

EXAMINER'S INITIALS:

T. BROWN FEB 1 6 1996

BIVISION OF CORPORATION



February 13, 1996

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301

SUBJECT: ULTIMATE IMAGES, INC. Ref. Number: W96000003340

We have received your document for ULTIMATE IMAGES, 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: 596A00006357

ARTICLES OF INCORPORATION FOR

ULTIMATE DIGITAL ARTS, INC.

PALLANTING AND 21

We, the undersigned, hereby associate ourselves for the purpose of besoning a corporation under the laws of the State of Florida, by and under the provisions of the Statute of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE

NAME OF CORPORATION

The name of the corporation shall be ULTIMATE DIGITAL ARTS, INC.

ARTICLE II

CORPORATE EXISTENCE

The existence of the corporation shall be perpetual, unless sooner dissolved by the stockholders.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of the business and the objects and purposes of this corporation are those of carrying on any lawful business permitted to a corporation for profit under Chapter 807 of the Florida Statutes, and any other rights and powers vested in corporations for profit under the Florida Statutes, or as may be granted under any amendments thereto at any time thereafter.

ARTICLE IV

CAPITAL STOCK

The maximum numbers of shares that the corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, all of which shall be with no par value.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The principal office of business and corporate address of said corporation shall be:

924 S.W. 113 Terr., Pembroke Pines, FL 33025.

ARTICLE VI

REGISTERED AGENT

The name and address of the registered agent shall be:

Patrick Hilliard, 924 S.W. 113 Torr., Pembroke Pines, FL 33025.

ARTICLE VII

DIRECTORS

The initial board of Directors of the corporation shall be:

Patrick Hilliard, 924 S.W. 113 Terr., Pembroke Pines, FL 33025.

ARTICLE VIII

INCORPORATOR

The name and mailing address of the incorporator is as follows:

Patrick Hilliard, 924 S.W. 113 Terr., Pembroke Pines, FL 33025.

In witness whereof, the undersigned has subscribed his name on this the 9th day of February, 1996.

DCOTDO STOR

Acceptance of Registered Agent

Patrick Hilliard

STATE OF FLORIDA

COUNTY OF PALM BEACH

I hereby certify that on this the 9th day of February, 1996, personally appeared before me, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, Patrick Hilliard, to me well known and who identified himself by

foregoing Articles of Incorporation of his free will and for the purposes therein set forth.

In witness whereof, I have set my hand and affixed my official seal on the date above written.

Notary Public

State of Florida at Large

my commission expires

ELIZABETH A. WILKINS
MY COMMISSION # CC 223759
EXPIRES: September 8, 1998
Sonded Thru Notary Public Underwrittens