

P96000016350

February 15, 1996

Florida Dept. of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Subj: Incorporation of IMAGE SOLUTIONS, INC.

400001713934
-02/20/96--01055--016
****245.00 ****122.50

Dear Sir,

Enclosed please find the following:


1. The original and one copy of the Articles of Incorporation for the subject corporation. Please certify one copy and return it to the undersigned.
2. My check in the amount of \$122.50 to cover the filing fee.
3. Designation of Resident Agent.

Kindly acknowledge filing of these Articles of Incorporation, in compliance with Florida law and return the certified copy of the Articles of the Incorporation to the undersigned at Express Legal Services, Inc., 1103 W. Hibiscus Blvd., Suite #302, W. Melbourne, FL 32904, telephone number (407) 729-6399.

Thank you for your assistance in this matter.

Sincerely,


Carolyn Moskowitz

2-15-96


ARTICLES OF INCORPORATION
OF
IMAGE SOLUTIONS, INC.

SECRET
96 FEB 19 11 56 AM '81
DALLAS

ARTICLE I. NAME

The name of this corporation is IMAGE SOLUTIONS, INC.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. CAPITOL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock, which shall be designated "common shares".

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1930 Highway A1A, Indian Harbor Beach, Florida 32937, and the name of the initial registered agent of this corporation at that address is CAROLYN MOSKOWITZ.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation are:

CAROLYN MOSKOWITZ
877 N. Highway A1A #208
Indialantic, Florida 32903

ARTICLE VIII. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation is located at 1930 Highway A1A, Indian Harbor Beach, Florida 32937 and the mailing address of the corporation is 877 N. Highway A1A #208, Indialantic, Florida 32903.

ARTICLE IX. INCORPORATOR

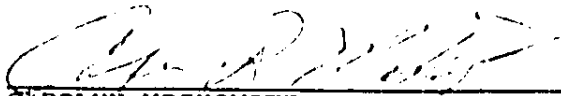
The name and address of the person signing these articles are:

CAROLYN MOSKOWITZ
877 N. Highway A1A #208
Indialantic, Florida 32903

ARTICLE X. AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


IN WITNESS WHEREOF the undersigned subscriber has executed these articles of incorporation on this 15th day of February, 1996.

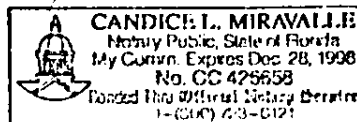

CAROLYN MOSKOWITZ
Subscriber

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared CAROLYN MOSKOWITZ to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 15th day of February, 1996.

rc o/c

Notary Public



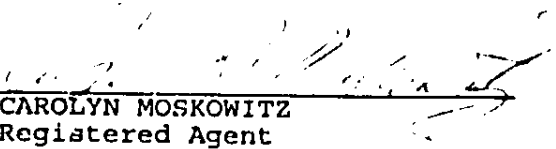
DESIGNATION
AS
REGISTERED AGENT

In compliance with Section 48.091, and Section 607.034, Florida Statutes, the following is submitted:

That IMAGE SOLUTIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office at 1930 Highway A1A, City of Indian Harbor Beach, Brevard County, Florida 32937, has named CAROLYN MOSKOWITZ located at 1930 Highway A1A, City of Indian Harbor Beach, Brevard County, Florida 32937, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


CAROLYN MOSKOWITZ
Registered Agent

FILED
CLERK OF COURT
JAN 15 1991
INDIAN HARBOR BEACH, FLORIDA