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March 1, 1996

Department of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

Re: PRECIOUS IMAGES, INC.

Dear Sirs:

Enclosed are the original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation. Also enclosed is our check in the amount of \$122.50.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Very truly yours,

John T. Robinson

JTR/jlw
enclosures

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ARTICLES OF INCORPORATION
OF
PRECIOUS IMAGES, INC.

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 11 1968

The undersigned Subscriber(s), being natural persons and competent to contract for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I - CORPORATE NAME

The name of this corporation is PRECIOUS IMAGES, INC.

ARTICLE II - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, having a par value of \$1.00 per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing upon filing of the articles.

ARTICLE V - REGISTERED AGENT AND INITIAL REGISTERED OFFICE

That PRECIOUS IMAGES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at 2902 Beagle Place, Seffner, Florida, County of Hillsborough, State of Florida, 33584 has named William J. Burroughs, located at 6850 22nd Avenue North, County of Pinellas, State of Florida, 33710 as its agent to accept

service of process within this state. The Registered Agent and the street address of the initial Registered Office of this Corporation in the state of Florida shall be:

William J. Burroughs
6850 22nd Avenue North
St. Petersburg, FL 33710

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI - BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be more than five or less than three.

ARTICLE VII - INITIAL DIRECTOR

The names of the initial directors of this Corporation and their street addresses are:

William J. Burroughs
6850 22nd Avenue North
St. Petersburg, FL 33710

President

Jerry Hardesty
8109 Meadowglen Drive
Orlando, FL 32810

Vice President

William E. Linton
2902 Beagle Place
Seffner, FL 33584

Secretary/Treasurer

The persons named as initial directors shall hold office for the first year of existence of this Corporation until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these

Articles of Incorporation as the Incorporator is:

William J. Burroughs
6850 22nd Avenue North
St. Petersburg, FL 33710

ARTICLE IX - AMENDMENT

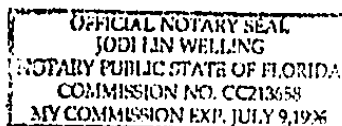
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that certain amendment of these Articles of Incorporation be made.

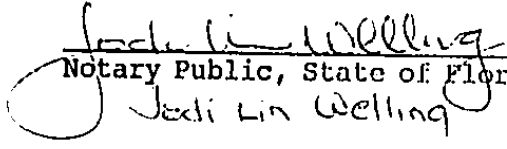
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on March 1
1996.


WILLIAM J. BURROUGHS
Incorporator

STATE OF FLORIDA)
) ss
COUNTY OF PINELLAS)

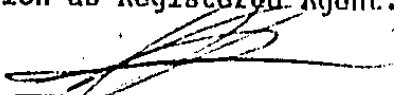
BEFORE ME, a Notary Public, personally appeared William J. Burroughs, to me known to be the person described as Incorporator, or who furnished _____ as identification, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 1st day of ~~February~~^{March}, 1996.




Notary Public, State of Florida
Jodi Lin Welling

ACCEPTANCE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above-stated Corporation, at the place designated in these Articles, 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.


William J. Burroughs
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA