

# P96000022827

*Imaging Ventures, Inc.*

Florida Department of State  
ATTN: Shawn Logan  
P.O. Box 6327  
Tallahassee, Florida 32314


700002394667--9  
-01/08/98--01108--001  
\*\*\*\*140.00 \*\*\*\*\*70.00

Enclosed please find the Annual Report for IMAGING VENTURES, Inc.. Last August 1997, I spoke to someone in your office and explained the problems encompassing what was then SONOGRAM VENTURES, Inc.. The person I spoke to recommended the name change of the corporation (which we did) and informed me that we had till the end of the year to file the annual report. I now find that IMAGING VENTURES, Inc. has been deactivated due to not filing an annual report. Please reinstate the corporation with the attached revisions since my staff and I followed your offices directions and filed before the end of 1997.

Also enclosed are the letters of resignation by Peter Stauber for the corporations he is not affiliated with, the two new corporations Articles of Incorporation and IMAGING VENTURES, Inc. increase in number of shares.

Again, thank you for all your help.

Sincerely,

  
Robert J. Hilsky  
Vice President

FILED  
97 DEC 24 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
97 DEC 24 AM 8:48

1900 Glades Road  
Suite 305  
Boca Raton, FL 33431  
561.393.3751  
561.393.3781 Fax

*Amend*  
*HFT 1-9-98*

ARTICLES OF AMENDMENT  
TO  
IMAGING VENTURES, INC.

FILED

97 DEC 24 PM 1:03

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

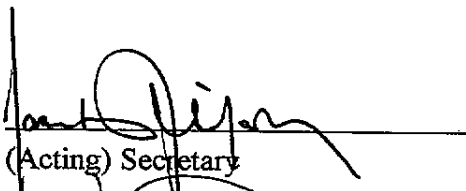
After it was duly moved, seconded, and discussed, the following resolution was adopted by a majority of the shareholders entitled to vote.

RESOLVED, that authorized capital stock of Imaging Ventures, Inc., is hereby increased to a total authorized capital stock of 100,000 shares, and it is

FURTHER RESOLVED, that the Corporation's officers are directed to file a certificate setting forth the above change in the capital stock in the appropriate state office.

I, Robert J. Hilsky, certify that I am the appointed (Acting) Secretary of Imaging Ventures, Inc., and that the above resolution was duly adopted at a special shareholder's meeting, convened and held in accordance with the laws of the State of Florida and the bylaws of the Corporation on December 10, 1997, and that such resolution is now in full force and effect.

IN WITNESS THEREOF, I certify by my hand and the seal of Imaging Ventures, Inc., that this is a true and correct copy.

  
(Acting) Secretary

  
President, Peter Stauber