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GILL COX, INC.
728 N.E. 7th STREET
POMPANO BEACH, FL 33060

NOVEMBER 6, 1996

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-12/16/96--01022--001
*****70.00 *****70.00

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATION
DEPARTMENT OF STATE
P.O. BOX 6327
TALLAHASSEE, FL 32341

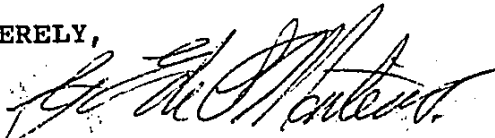
GENTLEMEN:

ENCLOSED PLEASE FIND THE PAPERS FOR INCORPORATING
GILL COX, INC., 728 N.E. 7th STREET, POMPANO BEACH,
FL 33060, ALONG WITH A CHECK FOR \$70.00.

RETURN ALL NECESSARY PAPERS TO GILL COX, INC. AT
THE ABOVE ADDRESS.

THANK YOU,

SINCERELY,



GILLIAN MONTEIRO
PRESIDENT

FILED
96 DEC 16 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION
OF
GILL COX, INC.

FILED
96 DEC 16 AM 8:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation for profit under the laws of the State of Florida; and further do agree to the following conditions of said corporation.

ARTICLE I: NAME

The name of this corporation is: GILL COX, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the Business to be transacted by this corporation is to do all things which natural persons might or could lawfully do in the premises as follows: HI END COMPUTER DESIGNS & PHOTOGRAPHY AND ANY RELATED ACTIVITY PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III: CAPITAL STOCK

THE TOTAL NUMBER OF SHARES OF STOCK THAT MAY BE ISSUED BY THE CORPORATION IS 250 SHARES, ALL OF WHICH SHALL BE \$1.00 PAR VALUE.

ARTICLE IV: INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS IS \$250.00.

ARTICLE V: TERM OF EXISTENCE

This corporation shall have perpetual existence unless dissolved by action of law.

ARTICLE VI: ADDRESS

The initial post office address of this corporation in the State of Florida is: 728 N.E. 7th STREET POMPANO BEACH, FL 33060

ARTICLE VII: DIRECTORS

This corporation shall have not less than three (3) Directors initially. The number of Directors may be increased from time to time as the stockholders desire, in accordance with the by-laws hereof, but at no time shall there be a number less than three.

ARTICLE VIII: INITIAL DIRECTORS AND OFFICERS

The names and post office address of the First Board of Directors

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>	<u>OFFICE</u>
GILLIAN MONTEIRO	728 N.E. 7 th STR POMPANO BCH, FL 33060	PRESIDENT / DIRECTOR	

ARTICLE IX: SUBSCRIBERS

The name and post office address of each subscriber to these articles of incorporation, the number of shares of stock each agrees to take, and the value of the consideration paid therefore are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>	<u>AMOUNT PAID</u>
GILLIAN MONTEIRO	728 N.E. 7 th STR POMPANO BCH, FL 33060	250	\$250.00

ARTICLE X: 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 a majority of the stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 20 day
of November, 1996

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST--THAT GILL COX, INC.
(NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF POMPANO BEACH,
(CITY)

STATE OF FLORIDA, HAS NAMED GILLIAN MONTEIRO,
(STATE) (NAME OF REGISTERED AGENT)

LOCATED AT 728 N.E. 7th STREET POMPANO BEACH, FL 33060,
(STREET ADDRESS AND NUMBER OF BUILDING,
POST OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF POMPANO BEACH, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
(CITY)

SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE *Gillian Monteiro*
(CORPORATE OFFICER)

TITLE PRESIDENT

DATE 20 November 1996

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-
plete PERFORMANCE OF MY DUTIES.

SIGNATURE *Gillian Monteiro*
(REGISTERED AGENT)

DATE 20 November 1996

FILED
6 DEC 16 AM 8:13
TALLAHASSEE, FLORIDA
SECRETARY OF STATE