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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

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-03/18/97--01146--013
*****131.25 *****131.25

SUBJECT: Living Image, Inc.

Enclosed is an original and two (2) copies of the articles of incorporation and a check for:

\$131.25 Filing Fee, Certified Copy & Certificate

From: Nancy C. Bennett
4025 Sunbeam Road
Jacksonville, Florida 32257
(904) 730-8585

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 18 AM 10:26

3/24/97

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 18 AM 10:36

Articles of incorporation

for

Living Image, Inc.

The undersigned hereby adopts and signs the following Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act.

Article I. Name

The name of this corporation is:

Living Image, Inc.

Article II. Duration

The duration of this corporation is perpetual.

Article III. Purpose

The general purposes for which the corporation is organized are the following:

Section 1. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

Section 2. To do such other things as are incidental to the purposes of the corporation or necessary or desirable to accomplish them.

Article IV. Capital Stock

The aggregate number of shares that the corporation is authorized to issue is five hundred shares of common stock. Such shares shall be of a single class and shall have a par value of one dollar per share.

Article V. Initial Registered Office and Agent and Principal Office

The street address of the Initial Registered Office and Principal Office of the Corporation is:

**4025 Sunbeam Road
Jacksonville, Florida 32257**

and the name of it's initial Registered Agent at that address is:

Steven B. Bennett

Article VI. Initial Board of Directors

The number of Directors constituting the initial Board of Directors is two. The number of directors may be increased or decreased from time to time in accordance with the bylaws or as otherwise permitted by law but shall never be less than one. The name and address of the initial Directors of the corporation are as follows:

Nancy C. Bennett **4025 Sunbeam Road
Jacksonville, Florida 32257**

Steven B. Bennett **4025 Sunbeam Road
Jacksonville, Florida 32257**

Article VII. Incorporator

The name and address of the incorporator are as follows:

**Steven B. Bennett
4025 Sunbeam Road
Jacksonville, Florida 32257**

Article VIII. Amendment


This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

Article IX. First Officers

Following are the names of the first officers of the corporation (with their offices shown by their respective names) who shall serve as such officers until the first election of officers or until otherwise removed or replaced according to law:

Steven B. Bennett	President
Nancy C. Bennett	Vice President
David D. Bennett	Secretary and Treasurer

IN WITNESS WHEREOF, the incorporator has signed these Articles of Incorporation on this 17 day of March, 1997, at Jacksonville, Florida.



Steven B. Bennett, Sole Incorporator

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CORPORATIONS

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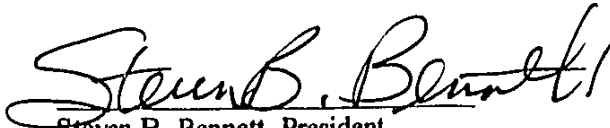
Certificate of Designation
Registered Agent / Registered Office

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office / Registered Agent in the State of Florida.

1. The name of this corporation is: Living Image, Inc.
2. The Name and Address of the Registered Agent and Office are:

Steven B. Bennett
4025 Sunbeam Road
Jacksonville, Florida 32257

Date: March 17, 1997


Steven B. Bennett, President

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Date: March 17, 1997


Steven B. Bennett, Registered Agent

ORIGINAL