

P970000 34219
Imaging Ventures, Inc.

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

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****140.00 *****35.00

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

RECEIVED
97 DEC 24 AM 8:48
DIVISION OF CORPORATIONS

1900 Glades Road
Suite 305
Boca Raton, FL 33431
561-393-3751
561-393-3781 Fax

off Res
LFT
1-8-98

FILED

RESIGNATION OF OFFICER

97 DEC 24 PM 1:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To: Board of Directors

From: Peter Stauber

Date: August 1, 1997

I, Peter Stauber, hereby resign as President and Director of Dynamic Imaging Management Company, Inc., effective immediately as agreed upon by all stockholders.

I, Peter Stauber, as of this date, am no longer responsible for the actions of the Directors or Officers of Dynamic Imaging Management Company, Inc.

Sincerely,

A handwritten signature in dark ink, appearing to be "Peter Stauber", is written over a horizontal line.