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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: CREATIVE VISUAL TECHNOLOGIES, INC.

AUDIT NUMBER.....H97000007656

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

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DM 5/19/97

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(6)

ARTICLES OF INCORPORATION
OF
CREATIVE VISUAL TECHNOLOGIES, INC.

FILED
97 MAY -9 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is:

CREATIVE VISUAL TECHNOLOGIES, INC.

ARTICLE II. DURATION

This Corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and Florida.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is sixty (60) shares of common stock having no par value.

FL.BAR NO. 247286

Prepared By: Barry M. Boren, Esq.

9200 S. Dadeland Blvd. #412

Miami, FL 33156

(305) 670-2200

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Articles of Incorporation

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 and the initial registered agent of this Corporation at such office shall be BARRY M. BOREN, ESQ., who, upon accepting this designation, agrees to comply with the provisions of Section 48.091, Fla. Stat. as amended from time to time, with respect to keeping an office for service of process.

ARTICLE VI. PLACE OF BUSINESS

The principal place of business of this Corporation shall be 1750 N.W. 205th Terr., No. Miami Beach, Florida 33179 and the mailing address of this Corporation shall be the same.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of no less than two (2) members and no more than seven (7) members.

Rosa de Moya
1750 N.E. 205th Terr.
No. Miami Beach, FL 33179

Milford Meltzer
1750 N.E. 205th Terr.
No. Miami Beach, FL 33179

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Articles of Incorporation

ARTICLE VIII. INCORPORATOR


The name and mailing address of the Incorporator signing these Articles of Incorporation is:

BARRY M. BOREN, ESQ.
9200 So. Dadeland Blvd. Suite 412
Miami, Florida 33156

ARTICLE IX. INDEMNIFICATION

This Corporation shall indemnify any office or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of May, 1997.



BARRY M. BOREN

STATE OF FLORIDA)
 SS.
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared BARRY M. BOREN, to me well known and is the individual described therein and who, as Incorporator, executed the foregoing Articles of

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Articles of Incorporation

Incorporation of CREATIVE VISUAL TECHNOLOGIES, INC., and he acknowledged before me that he executed the same for the purposes therein expressed.

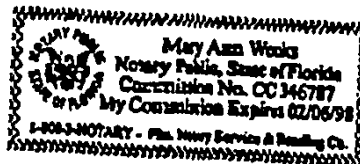
WITNESS MY HAND and official seal at Miami, Dade County, Florida this 8th day of May, 1997.

Mary Ann Weeks

NAME: MARY ANN WEEKS

NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION EXPIRES:



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Articles of Incorporation

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Florida Statutes 548.091, CREATIVE VISUAL TECHNOLOGIES, INC. desiring to organize under the laws of the State of Florida, hereby designates BARRY M. BOREN, ESQ., 9200 So. Dadeland Blvd., Suite 412, Miami, Florida 33156 as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for CREATIVE VISUAL TECHNOLOGIES, INC. , at the place designated above in the Articles of Incorporation, BARRY M. BOREN, ESQ., agrees to act in this capacity and agrees to comply with the provisions of Florida Statutes 48.091

DATE

5/8/97


BARRY M. BOREN, ESQ.

Registered Agent

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

97 MAY -9 AM 8:28

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