197000060287



ACCOUNT NO.	:	072100000032	
REFERENCE	:	451310	7129435

AUTHORIZATION :

Tatucia sent

ORDER DATE : July 3, 1997

ORDER TIME : 10:14 AM

ORDER NO. : 451310-005

CUSTOMER NO: 7129435

CUSTOMER: Mr. D. Smith

MR. DANIEL SMITH

Suite 2163

777 East Atlantic Avenue Delray Beach, FL 33483

DOMESTIC FILING

NAME: CREATIVE DIGITAL INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

RECEIVED
97 JUL 10 PH 2: 40
DIVISION OF CORPORATION

800002235438--7

Le

FILED

ARTICLES OF INCORPORATION 97 JUL 10 AM 8:21

OF

TALLAMASCEE, FLORIDA

CREATIVE DIGITAL INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

CREATIVE DIGITAL INC.

The address of the principal office of this corporation shall be Suite 2163, 777 East Atlantic Avenue, Delray Beach, Florida 33483, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mike Lambert Dir. 777 East Atlantic Avenue # 2163 Delray Beach, Florida 33483

David Morrow

1301 East Oakland Park Boulevard, #170 Fort Lauderdale, Florida 33334

Dir.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

> Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these

Articles of Incorporation on July 10, 1997.

Its Agent, Karen B. Rozar Incorporator V

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Its Agent, Karen B) Rozar
Authorized Service Representative

Corporation Service Company

JKN/RWW