

PA7000062063
FILED

97 JUL 16 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 10, 1997

Division of Corporations
PO Box 6327
Tallahassee, FL 32314

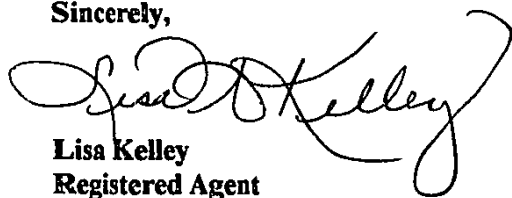
700002239137--2
-07/16/97--01031--022
***122.50 ***122.50

Enclosed you will find the Articles of Incorporation and Certificate of Designation of Registered Agent and Registered Office for a new corporation, Vision Quest Films, Inc. We have previously verified the availability of the name with the state.

Also please find a check in the amount of \$122.50 to cover the \$70.00 filing fee and the \$52.50 certified certificate.

If there are any questions, we can be called at (813) 546-6171.

Sincerely,


Lisa Kelley
Registered Agent

PLK
7/17/97

**ARTICLES OF INCORPORATION
OF
Vision Quest Films, Inc.**

FILED
97 JUL 16 AM 11:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE 1: NAME

The name of the corporation shall be: Vision Quest Films, Inc.

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be: 6105 54th Avenue North, St Petersburg, Florida 33709.

ARTICLE 3: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000,000.

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

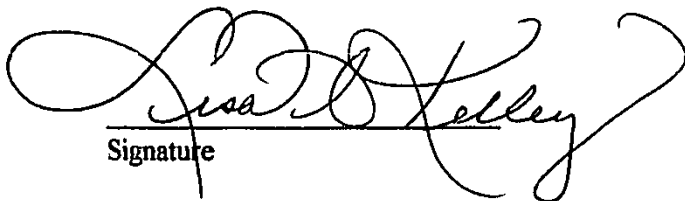
The name of the initial registered agent is Lisa Kelley whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 5: INCORPORATOR

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

Lisa Kelley 5587 58th Street North, St. Petersburg, Florida 33709

The undersigned incorporator has executed these Articles of Incorporation this 7th Day of July, 1997.


Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

97 JUL 16 AM 11:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Law, 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 the corporation is Vision Quest Films, Inc.
2. The name and address of the registered agent is:

Lisa Kelley
5587 58th Street North
St. Petersburg, FL 33709

3. The address of the registered office is:

6105 54th Avenue North
St. Petersburg, FL 33709

HAVING BEEN NAMED AS REGISTERED AGENT AND 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.


SIGNATURE OF REGISTERED AGENT


DATE