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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 498481 130763A

AUTHORIZATION :

COST LIMIT : \$ PRE PAID

ORDER DATE : August 15, 1997

ORDER TIME : 11:08 AM

ORDER NO. : 498481-005

CUSTOMER NO: 130763A

CUSTOMER: Michael Sierra, Esq
SIERRA GUSTAFSON AND GONZALEZ

Suite 1250
100 S. Ashley Drive
Tampa, FL 33602

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DOMESTIC FILING

NAME: PEAK PERFORMANCE VIDEO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS:

RECEIVED
97 AUG 15 PM 1:24
DIVISION OF CORPORATION
8/15/97

ARTICLES OF INCORPORATION

OF

PEAK PERFORMANCE VIDEO, INC.

FILED
JAN 15 1990
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, Paul Frizelle, Carey Sigafoose and David Dietz, hereby form a Corporation, under the Laws of the State of Florida.

ARTICLE I. NAME

The name of the Corporation shall be:

PEAK PERFORMANCE VIDEO, INC.

The principal place of business of this Corporation shall be:

3807-A San Miguel
Tampa, FL 33629

ARTICLE II. NATURE OF BUSINESS

This Corporation may engage in, or transact, 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. The specific purpose of this Corporation shall be to promote healthy quality of living and related services.

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 a par value of \$1.00 per share

ARTICLE IV. ADDRESS

The street address of the initial registered office of the Corporation shall be: 3807-A San Miguel, Tampa, Florida 33629, and the name of the initial Registered Agent of the Corporation at that address is: Paul Frizelle.

ARTICLE V. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII. SECTION 1244 PROVISION

The stock of this Corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. SUB-CHAPTER S PROVISION

It is the intent of the incorporators that the Corporation will file as a Sub-Chapter S Corporation.

ARTICLE IX. DIRECTORS

This Corporation shall have three directors initially. The names and street addresses of the initial members of the Board of Directors are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Paul Frizelle	316 West Horatio, Tampa, FL 33606
Carey Sigafoose	3807-A San Miguel, Tampa, FL 33629
David Dietz	3807-A San Miguel, Tampa, FL 33629

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed, are:

<u>OFFICER</u>	<u>ADDRESS</u>
President: Paul Frizelle	316 West Horatio, Tampa, FL 33606
Secretary: Carey Sigafoose	3807-A San Miguel, Tampa, FL 33629
Treasurer: David Dietz	3807-A San Miguel, Tampa, FL 33629

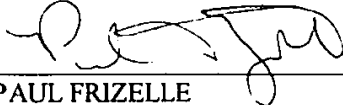
ARTICLE XI. SUBSCRIBER


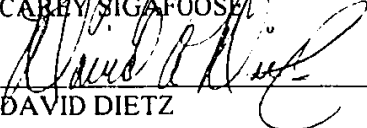
The name and street address of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES OF COMMON STOCK ISSUED</u>
Paul Frizelle	316 West Horatio, Tampa, FL 33606	250
Carey Sigafoose	3807-A San Miguel, Tampa, FL 33629	250
David Dietz	3807-A San Miguel, Tampa, FL 33629	250


IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this

14th day of August, 1997.

 (SEAL)
PAUL FRIZELLE

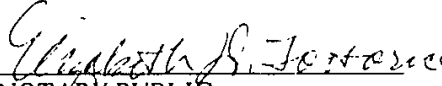
 (SEAL)
CAREY SIGAFOOSE
 (SEAL)
DAVID DIETZ

I Hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


Paul Frizelle, Registered Agent

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was subscribed to before me on this 14th day of August, 1997, by PAUL FRIZELLE as incorporator and Register Agent, CAREY SIGAFOOSE and DAVID DIETZ, who are personally known to me ^{or} who presented FL Drivers Licenses as identification.


NOTARY PUBLIC

Elizabeth D. Tortorice
(Name of Notary typed, printed
or stamped)

(SEAL)

