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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: TAMPA CORPORATE SERVICES, INC. D/B/A CORPORA  
CONTACT: JULIO C EXQUIVEL  
PHONE: (813)977-5203

ACCT#: 105404002242

FAX #: (813)632-2797

NAME: IMAGINATION TECHNOLOGIES, INC.  
AUDIT NUMBER.....H97000017286

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

CERT. OF STATUS..1

PAGES..... 4

CERT. COPIES.....0

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## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
Imagination Technologies, Inc.

### Article II. Address

The mailing address of the Corporation is:  
Imagination Technologies, Inc.  
9416 Tradewinds Ave.  
Seminole FL 33776

### Article III. Registered Agent

The name and address of the registered agent of the Corporation is:  
Corporate Creations Enterprises, Inc.  
4521 PGA Boulevard #211  
Palm Beach Gardens FL 33418

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Kevin Whelan

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations  
15210 Amberly Drive • Suite 328  
Tampa FL 33647  
(813) 977-5203

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations  
15210 Amberly Drive • Suite 328  
Tampa FL 33647

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 17, 1997.

The undersigned incorporator executed these Articles of Incorporation on October 17, 1997.

  
\_\_\_\_\_  
CORPORATE CREATIONS  
Stacy R. Costner Vice President

Corporate Creations  
15210 Amberly Drive • Suite 328  
Tampa FL 33647  
(813) 977-5203

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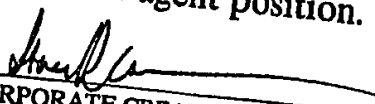
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

CORPORATION:  
Imagination Technologies, Inc.

REGISTERED AGENT/OFFICE:  
Corporate Creations Enterprises, Inc.  
4521 PGA Boulevard #211  
Palm Beach Gardens FL 33418

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
CORPORATE CREATIONS ENTERPRISES, INC.  
by Stacy R. Costner as attorney-in-fact

Date: October 17, 1997

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(813) 977-5203

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