

✓ **CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 FEB -6 PM 1:10

P980000 12214

Big Picture, Inc.

700002423417--4
-02/06/98--01033--004
*****70.00 *****70.00

- ✓ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ✓ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

Signature _____

Requested by: JS

Name _____

Date 2/6/98

Time 9:45

Walk-In _____

Will Pick Up _____

RECEIVED
98 FEB -6 PM 10:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32304

RP
02-06-98

ARTICLES OF INCORPORATION

OF

BIG PICTURE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -6 PM 1:10

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby associate to form a corporation under the laws of the State of Florida, Chapter 607, General Corporations Act.

Article I: Name

The name of this corporation is BIG PICTURE, INC.

Article II: Duration

The duration of this corporation is perpetual.

Article III: Nature of Business

This corporation may engage in any activity or business permitted under the laws of the United States or of this State.

Article IV: Capital Stock Authorization

This corporation shall have authority to issue one million shares of par value common stock at one penny (\$.01) per share.

Article V: Principal Address and Registered Office Address

The address of this corporation's principal and registered office and the name of its original registered agent at such address is:

DANA P. BRIGHAM
Suite 280
8181 N.W. 154th Street
Miami Lakes, Florida 33016

Article VI: Directors

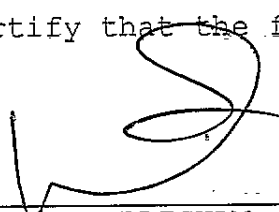
The business of this corporation shall be managed by the stockholders of the corporation rather than by a Board of Directors.

Article VII: Subscribers and Incorporators

DANA P. BRIGHAM
Suite 280
8181 N.W. 154th Street
Miami Lakes, Florida 33016

IN WITNESS WHEREOF, the undersigned subscribing incorporators have hereunto set their hands and seals on the date shown for the purpose of forming this corporation under the laws of the State of Florida, and hereby make, subscribe, acknowledge and file in the office of the Secretary of State of the State of Florida, these

Articles of Incorporation and certify that the facts herein stated are true.


DANA P. BRIGHAM

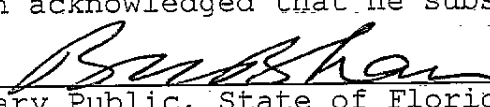
Date: 2-5-98

STATE OF FLORIDA)

) ss:

COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared DANA P. BRIGHAM, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and under oath acknowledged that he subscribed to same.

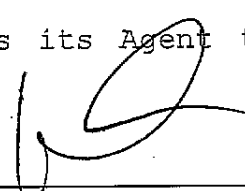

Notary Public, State of Florida
My Commission Expires:



APPOINTMENT OF REGISTERED AGENT

IN COMPLIANCE Fla.Stat. 48.091, the following is submitted:

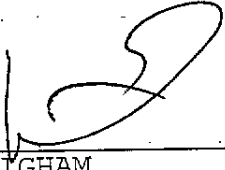
FIRST: That BIG PICTURE, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Miami, State of Florida, has named DANA P. BRIGHAM, located at Suite 280, 8181 N.W. 154th Street, Miami Lakes, Florida 33016, as its Agent to accept service of process within Florida.


DANA P. BRIGHAM

Subscriber

Date: 2-5-98

HAVING BEEN NAMED to accept service of process for the above-
stated corporation at the place designated in this Certificate, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper and
complete performance of my duties.



DANA P. BRIGHAM

Date: _____

2-5-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB -6 PM 1:10