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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4001

FROM: HI-TECH ACCOUNTING GROUP  
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NAME: TONAKI IMAGING SOLUTIONS, INC.  
AUDIT NUMBER.....H98000007352  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..1 PAGES..... 5  
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TALLAHASSEE, FLORIDA

SHOCK APR 17 1998

ARTICLES OF INCORPORATION  
OF  
TONAKI IMAGING SOLUTIONS, INC.

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ARTICLE I - Name

The name of this corporation is Tonaki Imaging Solutions, Inc.

ARTICLE II - Nature of Business

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

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is seven thousand five hundred (7,500) shares of common stock, each share having a par value of one dollar (\$ 1.00).

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE IV - Term of Existence

This corporation shall have perpetual existence.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is  
14510 S.W. 148<sup>th</sup> Ave. Miami, FL 33196 and the name of the initial registered agent  
of this corporation at that address is Margaret E. Schnabel.

DOCUMENT PREPARED BY: Hi-Tech Accounting Group 7270 N.W. 12<sup>th</sup> St., Suite 340  
Miami, FL 33126-1928 (305) 477-2234 H98000007352

ARTICLE VI - Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Margaret E. Schnabel  
14510 S.W. 148<sup>th</sup> Ave.  
Miami, FL 33196

Eduardo Robertson-Franquiz  
Ave. Paez, Residencias Parque Tolemaica  
Torre B, Piso 5, Apt. 5C, El Paraiso  
Caracas, Venezuela

Víctor H. Montilva-Marcano  
Ave. Sorbona, Residencias Saturno  
Piso 5, Apt. 5C, Colinas de Bello Monte  
Caracas, Venezuela

All of the said directors are of full age.

ARTICLE VII - Initial Officers

The names and addresses of the officers are as follows:

**PRESIDENT:**

Margaret E. Schnabel  
14510 S.W. 148<sup>th</sup> Ave  
Miami, FL 33196

**VICE PRESIDENT:**

Víctor H. Montilva-Marcano  
Ave. Sorbona, Residencias, Saturno  
Piso 5, Apt. 5C, Colinas de Bello Monte  
Caracas, Venezuela

**SECRETARY:**

Margaret E. Schnabel  
14510 S.W. 148<sup>th</sup> Ave.  
Miami, FL 33196

**TREASURER:**

Eduardo Robertson- Franquiz  
Ave. Paez, Residencias Parque Tolemaica  
Torre B, Piso 5, Apt. 5C, El Paraiso  
Caracas, Venezuela

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ARTICLE VIII- Incorporator

The name and address of the person signing these articles is:

Margaret E. Schnabel  
14510 S.W. 148<sup>th</sup> Ave.  
Miami, FL 33196

ARTICLE IX - Distribution

The name and address of each stock subscriber, and the number of shares of stock which each agrees to take, and the sums subscribed to and paid are as follows:

| NAME                       | ADDRESS  | SHARE                  |
|----------------------------|--|------------------------|
| Margaret E. Schnabel       | 14510 S.W. 148 <sup>th</sup> Ave.<br>Miami, FL 33196   | 250 Shares<br>\$250.00 |
| Eduardo Robertson-Franquiz | Ave. Paez, Residencias Parque Tolmaica<br>Torre B, Piso 5, Apt. 5C, El Paraiso<br>Caracas, Venezuela | 250 Shares<br>\$250.00 |
| Víctor H. Montilva-Marcano | Ave. Sorbona, Residencias Saturno<br>Piso 5, Apt. 5C, Colinas de Bello Monte<br>Caracas, Venezuela   | 250 Shares<br>\$250.00 |

ARTICLE X -Effective Date

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

ARTICLE XI - Amendment

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLES XII - Principal Place of Business

The principal place of business or mailing address of this corporation is

14510 S.W. 148<sup>th</sup> Ave.  
Miami, FL 33196

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ARTICLE XIII - Register Agent Acceptance

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 status 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of April, 1998.

  
INCORPORATOR

  
REGISTERED AGENT

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98 APR 17 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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