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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 110432003053

CONTACT: ~~XXXX~~ ~~XXXXXX~~ *Breg*

PHONE: (305)672-0686

FAX #: (305)672-9110

NAME: MODERN IMAGE DESIGNS, INC.

AUDIT NUMBER.....H98000013009

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:
Modern Image Designs, Inc.

Article II. Address

The mailing address of the Corporation is:
Modern Image Designs, Inc.
687 Alderman Rd. Suite 139
Palm Harbor FL 34683 PINELLAS

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Michael Isaac
687 Alderman Rd. Suite 139
Palm Harbor FL 34683

Article IV. Board of Directors

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

Ronald A. Pasto
Michael H. Isaac

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 International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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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

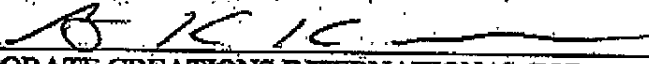
The name and address of the incorporator is:

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 14, 1998.

The undersigned incorporator executed these Articles of Incorporation on July 14, 1998.


CORPORATE CREATIONS INTERNATIONAL INC.
Greg K. Kuroda Vice President

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Modern Image Designs, Inc.

REGISTERED AGENT/OFFICE:

Michael Isaac

687 Alderman Rd. Suite 139

Palm Harbor FL 34683

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.


MICHAEL ISAAC

by G. K. Kuroda as attorney-in-fact

Date: July 14, 1998.

**Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686**

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