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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 032902 11555A

AUTHORIZATION :

COST LIMIT :

Patricia Pizito

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 19 PM 1:36

ORDER DATE : November 16, 1998

ORDER TIME : 10:04 AM

ORDER NO. : 032902-005

CUSTOMER NO: 11555A

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CUSTOMER: Michael D. Mopsick, Esq
MICHAEL D. MOPSICK, PA
MICHAEL D. MOPSICK, PA
Suite 200
7777 Glades Road
Boca Raton, FL 33434

DOMESTIC FILING

NAME: VISIONQUEST STUDIO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janice Vanderslice

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION
OF
VISIONQUEST STUDIO, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VISIONQUEST STUDIO, INC.

The address of the principal office of this corporation shall be 11684 Cardenas Boulevard, Boynton Beach, Florida 33437, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be Suite 200, 7777 Glades Road, Boca Raton, Florida 33434, and the name of the initial registered agent of the corporation at that address is Michael D. Mopsick, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have five Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Jerome T. Glickman Dir.	11684 Cardenas Boulevard Boynton Beach, Florida 33437
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Diane R. Glickman Dir.	Same
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Michael J. Glickman Dir.	Same
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Shara A. Glickman Dir.	Same
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Jonathan S. Glickman Dir.	Same
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ARTICLE VII. OFFICERS

The name 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:

Jerome T. Glickman 11684 Cardenas Boulevard
President Boynton Beach, Florida 33437

Diane R. Glickman Same
Vice Pres./Sec./ Treas.

ARTICLE VIII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

ARTICLE IX. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 19, 1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar
Its Incorporator, Karen B. Rozar

jsv

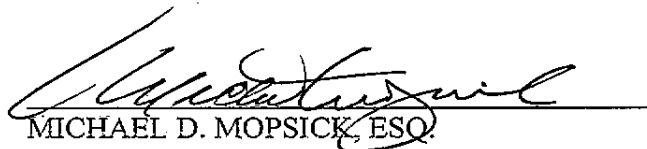
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is VisionQuest Studio, Inc.
2. The name and address of the registered agent and office is: MICHAEL D. MOPSICK, ESQ., 7777 Glades Road, Suite 200, Boca Raton, County of Palm Beach, State of Florida, 33434.

ACKNOWLEDGEMENT

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 statutes 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.



MICHAEL D. MOPSICK, ESQ.
Registered Agent
MICHAEL D. MOPSICK, P.A.
7777 Glades Road, Suite 200
Boca Raton, Florida 33434
(561) 488-8807

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