

P99000001569

HieroGraphix, Inc.

640 SE Second Avenue, #203
Boynton Beach, FL 33435

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

January 1, 1999

RE: HieroGraphix, Inc.

500002731735--8

-01/06/99--01039--012

*****70.00 *****70.00

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named entity, together with a check in the amount of \$70.

This represents the cost of the Filing Fees and the fee for Registered Agent Designation for the above named entity.

We appreciate your cooperation in this matter. If we can provide any additional information or be of any further assistance, please do not hesitate to contact us.

Sincerely,

Richard J. Lindquist 01/01/99

Richard J. Lindquist
President

HieroGraphix, Inc.

enclosures

Dmc
1/6/99

FILED
99 JAN -6 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

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99 JAN -6 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the Undersigned hereby associate ourselves together for the purpose of becoming a corporation under the laws of the **STATE OF FLORIDA** providing for the formation, liability, rights, privileges and immunities of corporation for profit.

ARTICLE I, NAME

The name of the Corporation shall be:

HieroGraphix, Inc.

ARTICLES II, NATURE OF BUSINESS

This Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock, of One Dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than five hundred dollars (\$500).

ARTICLE V, TERM OF EXISTENCE

This corporation is to have perpetual existence.

ARTICLE VI, ADDRESS

The initial address in the State of Florida of the principal offices of the Corporation shall be:

HieroGraphix, Inc.
640 SE Second Avenue, #203
Boynton Beach, FL 33435

The Board of Directors may from time to time move the Principal Offices of the Corporation to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Director(s) initially.

The number of Directors may be either increased or diminished by the by-laws adopted by the shareholder(s) but shall never be less than one. The name and address of the initial Director(s) of this Corporation are as follows:

Richard J. Lindquist
640 SE Second Avenue, #203
Boynton Beach, FL 33435

ARTICLE VIII, INCORPORATOR(S)

The names and address of the incorporator(s) are as follows:

Richard J. Lindquist
640 SE Second Avenue, #203
Boynton Beach, FL 33435

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder(s) is subject to this reservation.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Section 607.325, Florida Statutes, the following is submitted:

The Corporation has named Richard J. Lindquist, who is located at:

640 SE Second Avenue, #203
Boynton Beach, FL 33435

as its agent to accept service of process within Florida.

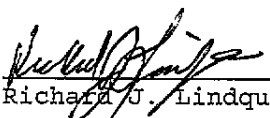
Having been named to accept Service of Process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties, and I accept the duties and obligations of Florida Statutes.

Date January 1, 1999

Signed


Richard J. Lindquist

In witness whereof, the undersigned, as subscribing incorporator(s), have hereunto set our hands and seals for the purpose of forming this Corporation under the Laws of the State of Florida, and hereby make and file, in the office of the Secretary of State, Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


Richard J. Lindquist

January 1, 1999

FILED
99 JAN -6 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA