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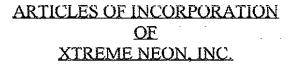
Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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SUBJECT:	(Proposed corporate name - must include suffix)		
Frelosed is an origina	l and one(1) copy of the articles		
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	□\$122.50 Filing Fee & Certified Copy ADDITIONAL CO	\$131.25 Filing Fee, Certified Copy & Certificate
FROM:	Name (Pr	inted or typed)	
Destro, Fl. 33540-1841 City, State & Zip 850-837-9317 Daytime Telephone number			

NOTE: Please provide the original and one copy of the articles.

SECRETARY OF STATE OF CORPORATIONS





The undersigned Incorporator, for the purpose of forming a corporation under the Florida business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: Xtreme Neon, Inc.

ARTICLE II

The principal place of business of this corporation shall be: 401-B Mountain Drive, Destin, Florida, 32540. The mailing address of this corporation shall be: Post Office Box 1841, Destin, Florida 32540-1841

ARTICLE III

This corporation is not authorized to issue any share of stock.

ARTICLE IV

The registered agent is Kenneth M. Rudd. His street address is 401-B Mountain Drive, Destin, Florida 32540.

ARTICLE V

The incorporators of these Articles of Incorporation are Kenneth M. Rudd and Elizabeth M. Rudd.

Kenneth M. Rudd, Incorporator

Date

Elizabeth M. Rudd, Incorporator

Date

BYLAWS OF XTREME NEON, INC.

ARTICLE I - Directors

Section 1

This corporation shall consist of two (2) directors.

Section 2

A regular meeting of the board of directors shall be held without notice on the 31st day of December at 10:00 a.m. and may be held without notice of additional regular meetings.

Section 3

Special meetings of the board of directors may be called by the president or any director on a 24 hour notice given personally or by telephone or on four (4) days' notice give by mail. Special meetings shall be held at the place fixed by the board of directors for the holding of meetings, or if no such place has been fixed, a the principal business office of the corporation.

ARTICLE H - Officers

Section 1

The officers of the corporation shall be a president, a vice president a secretary and a treasurer, who shall be elected annually at the regular meeting of the board of directors held on the 31st day of December and shall hold office so long as they are satisfactory to the board of directors.

Section 2

The president shall be the principle executive officer of the corporation $t\bar{o}$ put into effect the decisions of the board of directors. Subject to such decisions, he shall supervise and control the business and affairs of the corporation. He shall preside at meetings of the directors.

Section 3

Subject to any specific assignments of duties made by the board of directors, the vice president, secretary and treasurer shall act under the direction of the president. The vice president shall perform the duties of the president when the president is absent or unable to act. The secretary shall prepare and keep minutes of the meetings of the directors and shall have general

charge of the records of the corporation. The treasurer shall have custody of the funds of the corporation and keep its financial records.

ARTICLE III - Miscellaneous

Section 1

The board of directors may authorize the President or vice-president or other agent to enter into any contract or to execute any instrument for the corporation.

Section 2

The Board of Directors has the authorization to issue shares of stock in the future should they deem it necessary. The certificates represent shares of the corporation shall be in such form as the Board of Directors shall determine.

ARTICLE IV - Amendments

These bylaws may be altered, amended or repeated and new bylaws may be adopted by the board of directors.

CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process of the above stated corporation at the place designated in the articles of incorporation, 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 statues 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.

Kenneth M. Rudd, Registered Agent

Date

DIVISION OF CORPORATIONS