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Division of Corporations  
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Account Name : EMPIRE CORPORATE KIT COMPANY  
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FLORIDA PROFIT CORPORATION OR P.A.

IMAGE MARKETING GROUP ON LINE, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

Image Marketing Group On Line, Inc.

The undersigned subscribes to these Articles of Incorporation, natural person, competent to contract, does hereby form a corporation for profit under the laws of the State of Florida. Corporate existence shall begin upon signing of these Articles. This corporation is to be a Small Business Corporation as defined in Section 1244 Subdivision (c)(2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is  
Image Marketing Group On Line, Inc.

ARTICLE II. Term of Existence. This corporation shall have perpetual existence.

ARTICLE III. Nature of Business. This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is authorized to issue 1,000,000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided by law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI. Preemptive Rights. Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared By: David S Hernandez  
210 University Drive #502  
Coral Springs, FL 33071  
954-346-7288

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ARTICLE VII. Initial Registered Office and Agent. The street address of the initial registered office of this corporation is: 210 N University Drive #500, Coral Springs, FL 33071 and the name of the initial registered agent of this corporation at that address is Brendan Battles.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 5 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation are:

Brendan Battles/John Thou  
Spencer Wiggins/Ray Lequerique/Steve Staltare  
210 N University Drive #500  
Coral Springs, FL 33071

ARTICLE IX. Officers. The initial officers of the corporation will be: Brendan Battles, President/John Thou, Sr. Vice-President/Ray Lequerique, Secretary/Spencer Wiggins, Treasurer and Shareholder/Steve Staltare.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Brendan Battles  
210 N University Drive #500  
Coral Springs, FL 33071

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 210 N University Dr. #500 Coral Springs, FL 33071.

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IN WITNESS WHEREOF, the undersigned subscriber has  
executed these Articles of Incorporation this 12th day of  
January, 1999.

Brendan Battles (SEAL)

STATE OF FLORIDA }  
COUNTY OF BROWARD }

BEFORE ME, the undersigned authority, personally  
appeared, Brendan Battles, known to be and known by me  
to be the person who executed the foregoing Articles of  
Incorporation and he/she acknowledged before me that he/she  
executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 12th day of  
January, 1999.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State  
State of Florida  
Division of Corporations  
Department of State  
Tallahassee, FL 32304

I, Brendan Battles do hereby consent to serve  
as registered agent for the corporation, Image Marketing  
Group On Line, Inc. This day of 12th day of January, 1999.

  
Brendan Battles

Address of registered agent:

210 N University Drive #500  
Coral Springs, FL 33071

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