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January 5, 1999

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

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Incorporation of EMAGINEIT, Inc.

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee. Your assistance in establishing the corporation to be known as EMAGINEIT, Inc., is appreciated.

Respectfully,



Roxann Shemwell
Secretary

FILED
99 JAN 13 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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1-15-99
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ARTICLES OF INCORPORATION
OF
EMAGINEIT, INC.

FILED
99 JAN 13 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE

The name of the corporation is EMAGINEIT, Inc.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporation may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is One Hundred at the par value of One Dollar (\$1.00) each.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shared consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 15120 County Line Road, Spring Hill, FL 34610, and the name of its initial registered agent at such address is Roxann G. Shemwell.

ARTICLE SEVEN

The number of directors constituting the initial board of directors is one, and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Christopher Shemwell President/Treasurer
15120 County Line Road, Spring Hill, FL
34610

Roxann G. Shemwell Vice President/Secretary
15120 County Line Road, Spring Hill, FL
34610

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statute.

ARTICLE NINE

The name and address of each incorporator is:

Christopher Shemwell 15120 County Line Road
Spring Hill, FL 34610

Roxann G. Shemwell 15120 County Line Road
Spring Hill, FL 34610

ARTICLE TEN

The name and address of each subscriber and number of shares of stock each agrees to take is as follows:

Name	Address	# of Shares
Christopher Shemwell	15120 County Line Road Spring Hill, FL 34610	10
Roxann G. Shemwell	15120 County Line Road Spring Hill, FL 34610	10

ARTICLE ELEVEN

The principal office of the corporation shall be located at 15120 County Line Road, Spring Hill, FL 34610. This location also serves as the address for the registered agent.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
7th day of January, 1999.

Signed, sealed and delivered in the presence of:

Christopher Shemwell

Seal

Roxann Shemwell

Seal

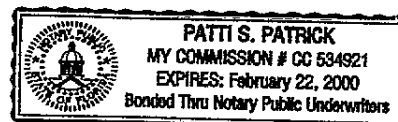


STATE OF FLORIDA
COUNTY OF HERNANDO

I hereby certify that on this day before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Christopher and Roxann Shemwell to me known to be the persons described in and who executed the foregoing instrument and they acknowledge before me that they executed the same.

Witness my hand and official seal in the County and State last aforesaid this 7th day of January, A.D. 1999.

Patti S. Patrick
Notary Public



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 607.325, 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: EMAGINEIT, Inc.
2. The name and address of the registered agent and office is: Roxann G. Shemwell, 15120 County Line Road, Spring Hill Florida, 34610

Signature: Roxann G. Shemwell
Title: Vice President
Date: 1-7-99

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 and complete performance of my duties, and I accept the duties and obligations of section 607.325 Florida Statutes.

Signature: Roxann G. Shemwell
Date: 1-7-99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA