

P99000012749

January 28, 1999

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

Attention: New Filing Section

Re: Incorporation

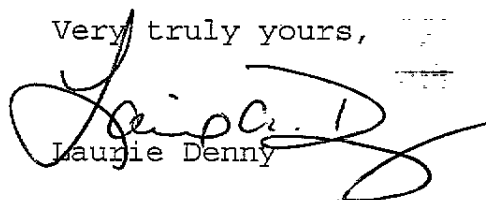
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-02/05/99-01080-001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Madam or Sir:

Enclosed please find an original and one copy of the Articles of Incorporation of Imagine Home Entertainment, Inc. and a check payable to the Secretary of State in the amount of \$70.00 representing the filing fee.

Please call me at (904) 646-9630 if any additional information is required.

Very truly yours,

  
Laurie Denny

BCA/dhw

Enclosures

EFFECTIVE DATE

2-1-99

DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 FEB -5 PM 3:39

FILED

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ARTICLES OF INCORPORATION  
OF  
IMAGINE HOME ENTERTAINMENT, INC.

ARTICLE I - NAME

The name of this Corporation is Imagine Home Entertainment, Inc.; and the principal business address of the Corporation is 3733 Southside Blvd. Suite #2, Jacksonville, FL 32216.

ARTICLE II - COMMENCEMENT AND DURATION

Pursuant to Section 607.0203, Florida Statutes, this Corporation shall commence upon the date of execution of these Articles of Incorporation. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL

This Corporation is authorized to issue 1,000 shares of Common Stock, all of which shall have a par value of \$1.00 per share.

**EFFECTIVE DATE**  
2-1-99

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 3733 Southside Blvd. Suite #2, Jacksonville, FL 32216, and the name of its initial registered agent at such address is Christopher P. Denny.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of this Corporation shall be two (2), and the names and addresses of the people who are to serve as the members thereof are:

<u>Name</u>	<u>Address</u>
Christopher P. Denny	3733 Southside Blvd. SUITE 2 Jacksonville, FL 32216
Laurie Denny	3733 Southside Blvd. SUITE 2 Jacksonville, FL 32216

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Laurie Denny	3733 Southside Blvd. Suite #2 Jacksonville, FL 32216

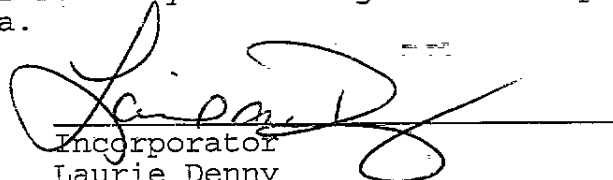
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15<sup>th</sup> day of February, 1999.

  
Laurie Denny

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

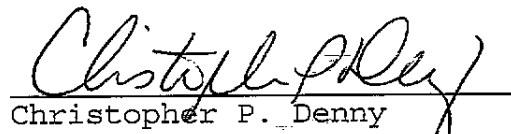
In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that Imagine Home Entertainment, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Christopher P. Denny as its agent to accept service of process within Florida.

  
Incorporator  
Laurie Denny

Date: 2/1/99, 1999

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, Christopher P. Denny hereby agrees to act in this capacity, and it further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

  
Christopher P. Denny

Date: 2/1, 1999