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Beth A Culbertson EA 812 Tamiami Trail Suite 1 Port Charlotte FL 33953

SECRETARY OF STATE DIVISION OF CORPORATIONS P.O. BOX 6327 TALLAHASSEE, FL 32314

RE: ICU Films, Inc.

May 12, 1999

GENTLEMEN:

1 00002879851--5 -05/19/99--01047--001 ******70.00 ******70.00

ENCLOSED PLEASE FIND THE ORIGINAL ARTICLES OF CORPORATION AND A COPY, TOGETHER WITH A CHECK IN THE AMOUNT OF \$70.00.

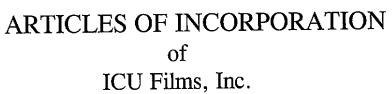
THIS REPRESENTS THE COST OF THE FILING FEES AND THE FEE FOR THE REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED CORPORATION.

SINCERELY.

Beth A Culbertson EA 812 Tamiami Trail Suite 1 Port Charlotte FL 33953

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The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME AND ADDRESS

The name of the corporation is:

ICU Films, Inc.

The corporate address is:

21548 Seyburn Terrace
Port Charlotte, FL 33954

The mailing address is: ____

21548 Seyburn Terrace
Port Charlotte, FL 33954

ARTICLES II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue five thousand shares (5,000) of one Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this Corporation is:

NAME: Sean Duffey

ADDRESS: 21548 Seyburn Terrace

CITY: Port Charlotte, FL 33954

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than two (2). The name and address of the initial directors of the corporation are as follows:

NAME: Sean Duffey

ADDRESS: 21548 Seyburn Terrace

CITY: Port Charlotte, FL 33954

NAME: Kelly Duffey

ADDRESS: 21548 Seyburn Terrace

CITY: Port Charlotte, FL 33954

ARTICLE VII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

NAME:

Sean Duffey

ADDRESS:

21548 Seyburn Terrace

CITY:

Port Charlotte, FL 33954

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this $12^{\rm th}$ day of May, 1999.

STATE OF FLORIDA

COUNTY OF CHARLOTTE

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Sean Duffey known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 12th day of May, 1999.

Notary Public, State of Florida at Large)

JILL M. BUNNELL
Notary Public - State of Florida
My Commission Expires Jan 15, 2002
Commission # CC708504

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CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT OF

ICU Films, Inc.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Sean Duffey