

BRASHEAR & ASSOCIATES, P.L.
C o u n s e l o r s A t L a w

100 N.W. 13th Street
Gainesville, FL 32601
voice: 352/336-0800
fax: 352/336-0505
Brashear@NFlaLaw.com
www.NFlaLaw.com

BRUCE BRASHEAR
THOMPkins W. WHITE
AMY SINELLI

July 1, 1999

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

300002922109--1
-07/02/99--01045--004
****122.50 *****78.75

RE: SMITH & KNIGHT VISUAL, INC.

Dear Sir or Madam:

Please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Upon filing should you determine that this corporation's name is too similar to that of an existing corporation, please call this office collect before returning the enclosed documents.

Also enclosed, please find our check in the amount of \$122.50 representing the following:

Filing Fee	\$ 35.00
Certificate Designating Resident Agent	35.00
Certified Copy of Articles of Incorporation	52.50

After filing the original Articles of Incorporation, please certify the enclosed copy and return same to this office.

Kim Holloway GAVE

Sincerely,

AUTHORIZATION BY PHONE TO

BRASHEAR & ASSOCIATES, P.L.

CORRECT Effective date

By: Kim Holloway
Kim Holloway, Legal Assistant

DATE 7/8

Enclosure DOB EXAM JB

EFFECTIVE DATE
6-25-99

99 JUL -2 PM 3: 38
SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

T BROWN JUL - 8 1999

4

EFFECTIVE DATE

10-25-99

FILED

99 JUL -2 PM 3:38

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
SMITH & KNIGHT VISUAL, INC.

Article I

Name. The name of this Corporation is Smith & Knight Visual, Inc.

Article II

Principal Office. The address of the principal office of the Corporation is 14611 NW 16th Avenue, Citra, Florida 32113.

Article III

Duration. The period of duration of this Corporation shall be perpetual, commencing on June 25, 1999.

Article IV

Purpose. The purpose of this Corporation is to engage in any activities or businesses permitted under the laws of the United States and under the Florida General Corporation Act including, but not limiting the acquisition of life insurance bonds, debentures, commodities, leaseholds, options, puts and calls, easements, mortgages, notes, mutual funds, investment trusts, common trust funds, voting trust certificates, and any class of stock or right to subscribe for stock, including trading on margin.

Article V

Capital Stock. This Corporation is authorized to issue 100,000 shares of \$.01 par value common stock.

Article VI

By-Laws. The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and Shareholders.

Article VII

Initial Registered Office and Agent. The street address of the initial registered office of this Corporation is 14611 NW 16th Avenue, Citra, Florida 32113, and the name of the initial registered agent of this Corporation is Darrel Smith.

Article VIII

Initial Board of Directors. The Corporation shall have 2 Director(s) initially. The number of Directors may either be increased or diminished from time to time by the By-Laws, but it shall never be less than one. The names and addresses of the initial Directors of this Corporation are Darrel Smith and Donnie Knight, both at 14611 NW 16th Avenue, Citra, Florida 32113.

Article IX

Incorporator. The name and address of the person signing these Articles is Darrel Smith, 14511 NW 16th Avenue, Citra, Florida 32112.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 14 day of June, 1999.

Darrel Smith
Darrel Smith
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 14th day of June, 1999, by Darrel Smith who is personally known to me or who has produced Florida Driver License _____ as identification, and who says that he is Incorporator of these Articles of Incorporation and as such Incorporator verifies that all statements and information contained herein are true and correct.

DATED this 14th day of June, 1999.

(SEAL)
BONDED THRU FAIN IN 1999
August 25, 2002
MY COMMISSION # C0770369 EXPIRES
Amy E. Sinelli



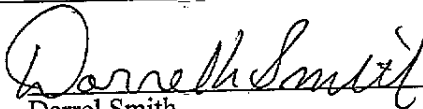
[Signature]
Notary Public

Printed Name
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Darrel Smith, which is contained in the foregoing Articles of Incorporation.

DATED this 6-18 day of 18, 1999.



Darrel Smith
Registered Agent