

P97000084684

September 23, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: TOWN & COUNTRY PHOTOGRAPHY & VIDEO, INC.

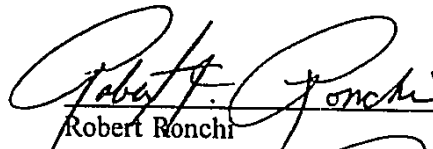
Gentlemen:

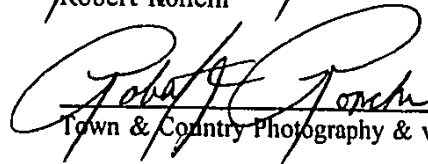
Enclosed please find the original and one copy of the Articles of Incorporation, along with my check in the amount of \$122.50.

This represents the cost of the filing fees, certified copy of the Articles of Incorporation and fee for Registered Agent Designation for the above named corporation.

Very truly yours,

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-09/29/97--01071--012
****122.50 ****122.50


Robert Ronchi


Town & Country Photography & video, Inc.

MAILING ADDRESS OF CORPORATION

126 N. Ocean Blvd.
Pompano Beach, FL. 33062

PHONE (954) 942-9333

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 9:34

9/21/97

ARTICLES OF INCORPORATION

of

TOWN & COUNTRY PHOTOGRAPHY & VIDEO, INC.

(Name of Corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

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ARTICLE I - CORPORATE NAME

The name of the corporation is: TOWN & COUNTRY PHOTOGRAPHY & VIDEO, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according in 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 Hundred shares (500) of One Dollar(s) (\$ 1.00) par value Common

Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal office, if known, or the mailing address of the corporation is:

<i>Name: Town & Country Photography & Video, Inc.</i>	
<i>Address: 126 N. Ocean Blvd.</i>	
<i>City: Pompano Beach</i>	FLORIDA <i>Zip: 33062</i>

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

<i>Name: Robert Ronchi</i>	
<i>Address: 126 N. Ocean Blvd.</i>	
<i>City: Pompano Beach</i>	FLORIDA <i>Zip: 33062</i>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) 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 one (1). The names and addresses of the initial director(s) of the corporation are as follows:

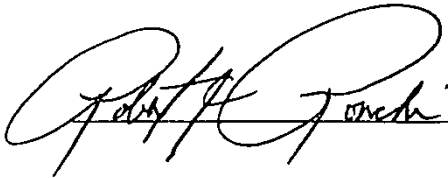
	Director 1	Director 2	Director 3
<i>Name:</i>	<i>Robert Ronchi</i>		
<i>Address:</i>	<i>126 N. Ocean Blvd.</i>		
<i>City:</i>	<i>Pompano Beach</i>		
<i>State:</i>	<i>Florida</i>		
<i>Zip:</i>	<i>33062</i>		

ARTICLE VII - INCORPORATION

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

	Incorporator 1	Incorporator 2	Incorporator 3
Name:	Robert Ronchi		
Address:	126 N. Ocean Blvd.		
City:	Pompano Beach		
State:	Florida		
Zip:	33062		

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 23rd day of September, 1997.

 _____ (Seal)

_____ (Seal)

_____ (Seal)

STATE OF FLORIDA)
 SS
COUNTY OF BROWARD)

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared:

Robert Ronchi

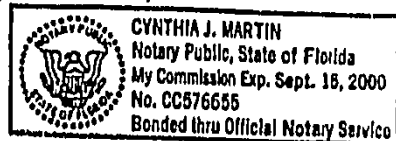
known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 23rd day of September, 1997.

(Notary Seal)

 _____
(Notary Public, State of Florida at Large)

My Commission Expires:



**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 AM 9:34

CERTIFICATE OF REGISTERED AGENT

of

TOWN & COUNTRY PHOTOGRAPHY & VIDEO, INC.
(Name of Corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation.

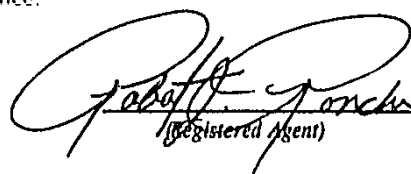
at 126 N. Ocean Blvd.
Pompano Beach, Florida 33062

has named Robert Ronchi

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

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


(Registered Agent)