

99000095391

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H99000027412 8))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 922-4001

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

THE FOREVER CAMERA COMPANY

Certificate of Status	0
Certified Copy	1
Page Count	06
Estimated Charge	\$78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 28 AM 10: 01

B. McKnight OCT 29 1999

H99000027412

ARTICLES OF INCORPORATION
OF
THE FOREVER CAMERA COMPANY

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

ARTICLE I

NAME

The name of this corporation is:

THE FOREVER CAMERA COMPANY

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation shall be: to engage in and carry on any activity or business permitted under the laws of the United States and the State of Florida, and to have and exercise all of the powers conferred by the laws of the State of Florida upon corporations formed hereunder, and to do any or all of the things hereinbefore set forth as principal, agent, or otherwise, either alone or in conjunction with others, and in any part of the world.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue One Thousand Two hundred (1,200) shares of common stock, each share at no par value, which shares shall be designated "Common Shares".

H99000027412

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 28 AM 10:01

H99000027412

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V

AMOUNT OF CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred and No/100 Dollars (\$500.00).

ARTICLE VI

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is:

2980 Salerno Way
Delray Beach, FL 33445

The Board of Directors may from time to time move the principal office to any other address in the State of Florida, and establish branches and subsidiaries in any place within and without the United States.

ARTICLE VII

DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders without the necessity of formal amendment hereof, but shall never be less than two (2).

H99000027412

H99000027412

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The name and post office addresses of the members of the first Board of Directors, who, subject to the provisions of the Certificate of Incorporation, the by-laws and the corporation laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until a successor is elected and has qualified, are:

ROBERT I. COHEN
2980 Salerno Way
Delray Beach, FL 33445

JOHN WALSH
2420 S.W. 15th Terrace
Palm City, FL 34990

ARTICLE IX

SUBSCRIBERS

The name and post office address of the subscriber of these Articles of Incorporation and the number of shares he agrees to take are:

ROBERT I. COHEN - 1,200 shares
2980 Salerno Way
Delray Beach, FL 33445

ARTICLE X

OFFICERS

The names and street addresses of the officers of this corporation, who shall hold office until the organization meeting of the corporation and until their successors are duly elected and have duly qualified, are as follows:

H99000027412

H99000027412

JOHN WALSH - President/Secretary
ROBERT I. COHEN - Vice President/Treasurer

ARTICLE XI

AMENDMENT OF ARTICLES

The Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stock entitled to vote thereon unless all the directors and a majority of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made, in which event these Articles of Incorporation may be amended in such manner.

ARTICLE XII

REGISTERED AGENT

The name and address of the initial Registered Agent of the corporation who shall accept service of process within this State on behalf of the corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT M. KAHN	KAHN & GUTTER 8211 W. Broward Blvd., PH4 Plantation, FL 33324

IN WITNESS WHEREOF, the undersigned, being the original subscriber to the foregoing Articles of Incorporation, has set his hand and seal this 26 day of October, 1999.



ROBERT I. COHEN

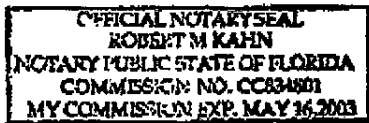
4 H99000027412

H99000027412

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 28 AM 10:01

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 26 day of October, 1999, ROBERT I. COHEN, who is personally known to me and who did take an oath.



Robert M. Kahn (SEAL)
Notary Public, State of Florida
Name: ROBERT M. KAHN
Commission number: _____
My Commission expires: _____

ACCEPTANCE OF REGISTERED AGENT

I hereby acknowledge acceptance of the appointment as Registered Agent upon whom service of process may be made.

Robert M. Kahn
ROBERT M. KAHN, ESQ.

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this _____ day of October, 1999, by ROBERT M. KAHN, ESQ., who is personally known to me and who did take an oath.

(SEAL)
Notary Public, State of Florida
Name: _____
Commission number: _____
My Commission expires: _____

H99000027412