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MERGER OR SHARE EXCHANGE Chappell Studio, Inc.

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October 1, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CEAPPELL STUDIO, INC. 2280 WEST TYLER FAIRFIELD, IA 52556

SUBJECT: CHAPPELL STUDIO, INC.

REF: F07000002229

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Articles of merger are filed in pursuant to section 607.1105, Florida Statutes.

For each corporation, the document must contain the date of adoption of the plan of merger or share exchange by the shareholders or by the board of directors when no vote of the shareholders is required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6892.

Tina Roberts Regulatory Specialist II FAX Aud. #: H10000215701 Letter Number: 110A00023310

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ARTICLES OF MERGER

MERGING

BOB KNIGHT PHOTOMARKETING, INC. (a Florida corporation)

INTO

CHAPPELL STUDIO, INC. (a Dalaware corporation)

Pursuant to section 607.1105 of the Florida Statutes, the following articles of merger are submitted to merge Bob Knight Photomarketing, Inc., a Florida corporation, and Chappell Studio, Inc., a Delaware corporation:

- 1. The merging parties are CHAPPBLI, STUDIO, INC. ("Chappell"), a corporation incorporated under the laws of the State of Delaware, and BOB KNIGHT PHOTOMARKETING, INC. ("Bob Knight"), a corporation incorporated under the laws of the State of Florida.
- 2. Chappell and Bob Knight are wholly-owned subsidiaries of EVENT PHOTOGRAPHY GROUP, INC. ("Parent"), a corporation incorporated under the laws of the State of Delaware.
 - 3. Chappell shall be the surviving corporation of the Merger.
- 4. The plan of merger attached as Exhibit A was duly approved by the boards of directors of Parent and Bob Knight on September 21, 2010 in accordance with the applicable provisions of the Florida Statutes. In accordance with section 607.1104 of the Florida Statutes, approval of the sole abarcholder of Bob Knight was not required.
- 5. The plan of merger was approved by Chappell and Parent (the sole shareholder of Chappell) on September 21, 2010 in accordance with the applicable laws of the State of Delaware.
- The principal office address of Chappell in Dalaware is: 2711 Conterville Road, Suite 400, Wilmington, New Castle County, Delaware 19808.
- The effective time of the Merger shall be 6:00 p.m. Eastern Standard Time on September 30, 2010.

IN WITNESS WHEREOF, each party to the merger has caused these Articles of Merger to be executed by its duly authorized officer as of this 21st day of September, 2010.

EVENT PHOTOGRAPHY GROUP, INC.

Namo: Paul C. Rasmusson

Title: President

17826.8

FROM :FLORIDA FILING

FAX NO. :8502160460 Oct. 01 2010 03:09PM P4/5

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Name: Paul C. Rasmussen

Title: President

BOB KNIGHT PHOTOMARKETING, INC.
By:
Name: Paul C. Rasmusson
Title: President

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EXHIBIT A

Agreement and Plan of Morger

- 1. The parties to the merger are Chappell Studio, Inc., a Delaware corporation, and Bob Knight Photomarketing, Inc., a Florida corporation.
- 2. At the effective time of the merger, Bob Knight Photomarketing, Inc. shall be merged into Chappell Studio, Inc.
 - 3. Chappell Studio, Inc. shall be the surviving corporation.
- 4. Event Photography Group, Inc. is the holder of all the issued and outstanding shares of Bob Knight Photography inc. and all the issued and outstanding shares of Chappell Studio, Inc.
- 5. At the effective time of the merger each issued and outstanding share of Bob Knight Photomarketing, Inc. shall be cancelled and no shares shall be issued with respect thereto as a result of the merger.
- 6. The issued and outstanding shares of Chappell Studio, Inc. shall remain outstanding and shall not be changed by the merger.

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