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TRANSMITTAL LETTER

TO: Qualification/Tax Lien Section
Division of Corporations

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-06/08/98--01075--001
*****70.00 *****70.00

SUBJECT: Inter-State Studio, Inc.

(Name of corporation - must include suffix)

W98-13118

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

Diana L. Cox

(Name of Person)

Shughart Thomson & Kilroy, P.C.

(Firm/Company)

120 West 12th Street, Suite 1600

(Address)

Kansas City, Missouri 64105

(City/State/Zip)

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DIVISION OF CORPORATIONS
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Should you need to call someone concerning this matter, please call:

Diana L. Cox

(Name of Person)

at (816) 374-0526

(Area Code & Daytime Telephone Number)

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 8, 1998

DIANA L. COX
SHUGHART THOMSON & KILROY, P.C.
120 WEST 12TH STREET, STE 1600
KANSAS CITY, MO 64105

SUBJECT: INTER-STATE STUDIO, INC.
Ref. Number: W98000013118

We have received your document for INTER-STATE STUDIO, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date first transacted business in Florida within the meaning of s. 607.1501 or 608.501, F.S., must be set forth in section 6 of the application. If the corporation/limited liability company has not yet transacted business in Florida within this meaning, please insert the words "upon qualification" in lieu of a date. (Note: Pursuant to s. 607.1502(4), F.S., this office collects a civil penalty of \$1000 for each year other than the application filing year, that a foreign corporation or limited liability company transacts business in this state without authority along with the past annual report fees due this office.)

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 898A00032186

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APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Inter-State Studio, Inc.

(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Missouri

(State or country under the law of which it is incorporated)

3. _____

(FEI number, if applicable)

4. 2/4/52

(Date of Incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification

(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.)

7. 3500 Synder Avenue

Sedalia, Missouri 65302

(Current mailing address)

8. Retail sales of photographs, portraits and related products

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324

(Zip Code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

6/1/98

John J. Linnihan, Asst. Vice President

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address **ONLY**- P. O. Box **NOT** acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

~~Vice Chairman:~~ Aric Snyder

Director: _____

Address: 3500 Snyder

Sedalia, Missouri 65301

Director: Ed Sanders

Address: 3500 Synder

Sedalia, Missouri 65301

Director: Bonnie Utt

Address: 3500 Synder

Sedalia, Missouri 65301

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Aric Snyder

Address: 3500 Snyder

Sedalia, Missouri 65301

Ex. Vice President: Ed Sanders

Address: 3500 Snyder

Sedalia, Missouri 65301

Secretary: Bonnie Utt

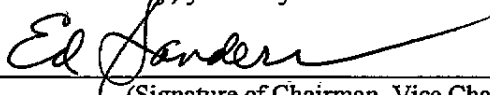
Address: 3500 Snyder

Sedalia, Missouri 65301

Treasurer: Aric Snyder

Address: 3500 Snyder, Sedalia, Missouri 65301

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Ed Sanders, Executive Vice President
(Typed or printed name and capacity of person signing application)

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STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION

CERTIFICATE OF CORPORATE GOOD STANDING

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT THE RECORDS IN MY OFFICE AND IN MY CARE AND CUSTODY REVEAL THAT
INTER-STATE STUDIO, INC.

WAS INCORPORATED UNDER THE LAWS OF THIS STATE ON THE 4TH DAY OF FEBRUARY, 1952, AND IS IN GOOD STANDING, HAVING FULLY COMPLIED WITH ALL REQUIREMENTS OF THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 21ST DAY OF MAY, 1998.

Rebecca McDowell Cook
Secretary of State



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DIVISION OF CORPORATIONS