

EBBETS
ARMSTRONG
CHAMBERLIN
& TRASTER
A Partnership of
Professional Associations

PO00000012600

Chobee Ebbets, P.A.
Board Certified Trial Attorney

January 27, 2000

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

700003116257--3

-01/31/00-01100-005
*****78.75 *****78.75

Re: Articles of Incorporation of Ebbets Photo-Graphics, Inc.

Gentlemen:

Concerning the above matter, I am enclosing herewith original Articles of Incorporation, together with my check in the amount of \$78.75 to cover the cost of filing and providing me with a certified copy of the Articles of Incorporation.

I have enclosed a stamped, self addressed envelope for your convenience.

Thank you for your assistance in this matter.

Sincerely,



Chobee Ebbets

CCE/cbd
Enclosures

Chobee Ebbets GAVE
AUTHORIZATION BY PHONE TO
CORRECT Directors Address
DATE 2-4-00
DOC. EXAM WC

FILED
00 JAN 31 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

24
WC

**ARTICLES OF INCORPORATION
OF**

EBBETS PHOTO-GRAPHICS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation.

ARTICLE ONE

NAME

The name of the corporation is Ebbets Photo-Graphics, Inc.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The purpose for which the corporation is organized is to operate a photography and graphics art company and to engage in all lawful business practices in such field.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one hundred (100) shares of common stock with a par value of Ten and No/100ths (\$10.00) Dollars per share.

ARTICLE FIVE

PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 210 South Beach Street, Suite 200, Daytona Beach, Florida, 32114, and the name of the initial registered agent at said address is W. R. Armstrong,.

ARTICLE SEVEN

DIRECTORS

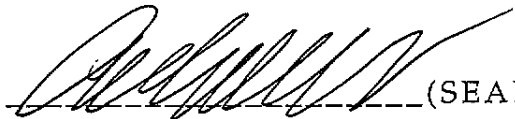
The initial board of directors of the corporation shall consist of three (3) members. The name and address of the initial directors is: Joyce A. Ebbets-High, 38 Oak Brook Drive, Ormond Beach, FL 32174, Tami L. (Ebbets) Hahn, 38 Oak Dr. Ormond Bch, FL. and Chobee Ebbets, 18 Lost Creek Lane, Ormond Beach, FL, 32174.

ARTICLE EIGHT

INCORPORATOR

The name and address of the incorporator is: Chobee Ebbets, 18 Lost Creek Lane, Ormond Beach, FL 32174.

IN WITNESS WHEREOF, I have subscribed my name this 18th day of November, 1998.

 (SEAL)

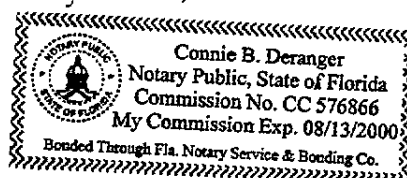
Chobee Ebbets

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Chobee Ebbets, known to me to be the person who subscribed the foregoing Articles of Incorporation and acknowledged that he subscribed the same for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 18 day of November


Notary Public, State of Florida



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091 and Chapter 607, Florida Statutes, the following is submitted:

First, that Ebbets Photo-Graphic, Inc., desiring to organize under the laws of the State of Florida, with its principal place of business at 38 Oak Brook Drive, Ormond Beach, Florida, has named W. R. Armstrong, esquire located at 210 South Beach Street, Suite 200, Daytona Beach, Florida 32114, as its agent to accept service of process within Florida.

ACCEPTANCE:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

A handwritten signature in black ink, appearing to read 'W. R. Armstrong', is written over a horizontal dashed line.

W. R. Armstrong, Esquire

FILED
00 JAN 31 PM 12:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA