

PO0000031811



ACCOUNT NO. : 072100000032

REFERENCE : 640477 82724A

AUTHORIZATION :

*Patricia Pizzit*

COST LIMIT : \$ 78.75

ORDER DATE : March 27, 2000

ORDER TIME : 10:31 AM

ORDER NO. : 640477-005

CUSTOMER NO: 82724A

CUSTOMER: Michele Wothe, Legal Asst  
MORRISON & CONROY  
MORRISON & CONROY  
3838 Tamiami Trail North  
Suite 402  
Naples, FL 34103-3507

8000003187628-1-9

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 MAR 28 PM 4:14

DOMESTIC FILING

NAME: THE PICTURE FACTORY OF  
BOYNTON BEACH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

RECEIVED  
00 MAR 28 PM 3:58  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304  
*[Signature]*

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION  
OF  
THE PICTURE FACTORY OF BOYNTON BEACH, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

THE PICTURE FACTORY OF BOYNTON BEACH, INC.

The address of the principal office of this corporation shall be 1860 J & C Boulevard, Naples, Florida 34109 and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mark C. Bates Dir.	533 Turtle Hatch Lane Naples, Florida 34103
Roger D. Ciskie Dir.	970 Egrets Run, 201 Naples, Florida 34108
Ofer Sadik Dir.	1336 West McNab Road Fort Lauderdale, Florida 33309

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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on March 28, 2000.

CORPORATION SERVICE COMPANY

By: Lynette Coleman  
Its agent, Lynette Coleman

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Lynette Coleman  
Its agent, Lynette Coleman