Department of State P.O. Box 6327 Tallahassee Florida. 32314

A Picture Place, Inc

Audrey E. Fagan 124 Commercial Way Spring Hill Florida 34606

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Dear; Secretary of State:

Enclosed you will find our Articles of Incorporation for: A Picture Place, Inc. along with a check in the amount of \$ 78.75, (\$35.00 for the filing fee and \$35.00 for the Designation of Registered Agent fee and \$8.50 for the Certificate). If in the future should I want a Certified copy of Articles of Incorporation I will send \$52.50 for them at that time.

Also enclosed are photocopies of the Articles of Incorporation, please return this duplicate set to us with the filing date and rubber stamps on it and your Cover Letter and Certificate.

Thank you,

Incorporator: Audrey E. Fagan

A Picture Place, Inc

124 Commercial Way Spring Hill, Florida 34606

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ARTICLES OF INCORPORATION

ARTICLE 1.

The name of the corporation is A Picture Place, Inc.

ARTICLE 2

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE 3.

The principal place of business and mailing address is: 124 Commercial Way, Spring Hill, Florida 34606

ARTICLE 4.

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE 5.

The corporation shall have the authority to issue 500 shares of common stock, in one class only, each with a par value of: \$1.00.

ARTICLE 6.

The registered agent of the corporation is: Audrey E. Fagan, and the registered address is: 124 Commercial Way, Spring Hill, Florida 34606

ARTICLE 7.

The initial Board of Directors shall have four (4) member(s).

The names and addresses are as follows:

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President: 34606	Audrey E. Fagan, of 124 Commercial Way, Spring Hill, Florida
Vice Presider Secretary: 34606	nt: Bruce Bale, of 124 Commercial Way, Spring Hill, Florida 34606 Laurel M. Bale, of 124 Commercial Way, Spring Hill, Florida
Treasurer: Other: Florida 34606	Ken Fagan of 124 Commercial Way, Spring Hill, Florida 34606 of 124 Commercial Way Spring Hill
The number of directors may be raised or lowered by amendments of the bylaws of the corporation, but shall never be less than one.	

ARTICLE 8

INCORPORATOR

The Incorporator of this corporation is: Audrey E. Fagan whose address is: 124 Commercial Way, Spring Hill, Florida

34606

SWORN TO and SIGNED this 10 th day of Geograph

Signature: Quely 6

REGISTERED AGENT

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

SWORN TO and SIGNED this 10th day of Quequest 2000

Signature: Weday & Jagan

Registered Agent Audrey E. Fagan A Picture Place, Inc.

124 Commercial Way

Spring Hill, Florida 34606

Page 2 of 2