

P00000 106179

Law offices of
UPCHURCH & ESPOSITO, P.A.

1510 NORTH PONCE de LEON BLVD.

Please Reply to:
POST OFFICE BOX 3956
SAINT AUGUSTINE, FLORIDA 32085-3956

H. DAVIS UPCHURCH, JR.
also admitted State Bar of Georgia

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UandE@LAWYERS.COM

November 8, 2000

Florida Department of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32301

Re: Focal Point Photography, Inc.

Dear Sir/Madam:

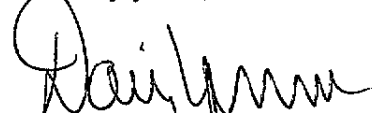
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-11/14/00--01017--004
****122.50 *****78.75

I enclose herewith Articles of Incorporation of the above-named newly formed corporation.
Please file the same and furnish me a certified copy.

You will note that Article X of the Articles of Incorporation sets out the name and address
of the Registered Agent of the corporation.

Likewise enclosed is my check payable to the Secretary of State in the amount of \$122.50,
which I estimate to be sufficient to cover the charges for filing fee (\$35.00), Registered Agent's fee
(\$35.00) and certified copy of the charter document (\$52.50). If there is any additional charge please
advise and I will be happy to remit same.

Sincerely yours,



H. Davis Upchurch, Jr.

cc Linda Priest
enclosures
HDU/dmm

FILED
NOV 13 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This instrument was prepared by:
H. Davis Upchurch Jr., Esq.
Upchurch & Esposito P.A.
1510 N. Ponce de Leon Blvd.
St. Augustine, Florida 32085
Telephone (904) 825-1990

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FOCAL POINT PHOTOGRAPHY, INC.

The undersigned natural person, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes Chapter 607 (1999), does hereby adopt the following Articles of Incorporation.

ARTICLE I
Name

The name of the corporation is FOCAL POINT PHOTOGRAPHY, INC.

ARTICLE II
Nature of Business

The general nature of the business to be transacted by this corporation is photographic services and any other activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III
Shares of Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is five hundred (500) shares of common stock at par value of one dollar (\$1.00) per share.

ARTICLE IV
Initial Capital

The amount of capital with which this corporation will begin business is not less than five hundred dollars (\$500.00).

ARTICLE V
Effective Date

The effective date of incorporation shall be November 13, 2000.

ARTICLE VI
Term of Existence

This corporation is to exist perpetually.

ARTICLE VII
Directors

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time in accordance with the bylaws adopted by the shareholders.

ARTICLE VIII
Initial Directors and Officers

The name and residence and post office address of each member of the first Board of Directors and the officers are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
<u>Linda Priest</u>	<u>3633 Crazy Horse Trail</u> <u>St. Augustine, Fl 32086</u>	

ARTICLE IX
Subscribers

The name and address of the subscriber to these Articles of Incorporation is: Linda Priest, 3633 Crazy Horse Trail, Saint Augustine, Florida, 32086.

ARTICLE X
Preemptive Rights

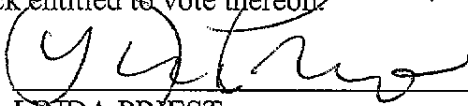
The corporation elects to have the preemptive rights in accordance with its shareholders as defined in Florida Statutes 607.0630 (1999).

ARTICLE XI
Principal Office and Registered Agent

The street address of the principle office of the corporation is 50 South Dixie Highway, Suite #4, Saint Augustine, Florida, 32090, and the name and address of the registered agent for the service of process is H. Davis Upchurch, Jr., Esq., Upchurch & Esposito, P.A., 1510 N. Ponce de Leon Boulevard, Saint Augustine, Florida, 32084.

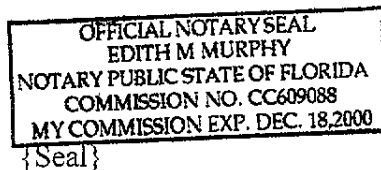
ARTICLE XII
Amendment

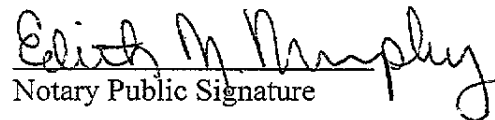
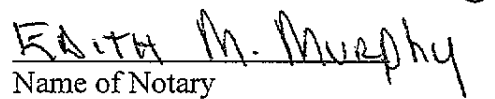
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder meeting by a majority of the stock entitled to vote thereon.


LINDA PRIEST

STATE OF FLORIDA
COUNTY OF SAINT JOHNS

The foregoing instrument was acknowledged before me this 8th day of November, 2000, by LINDA PRIEST. Such person did not take an oath and ✓ is personally known to me; _____ produced a current Florida driver's license as identification; _____ produced _____ as identification.




Notary Public Signature

Name of Notary

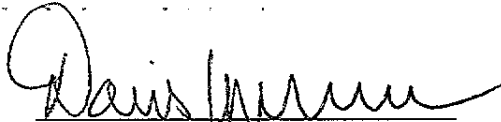
Designation of Registered Office
and Registered Agent

Pursuant to the provisions of Sec. 607.0501 Fla.Stat.(1999), the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent for service of process in the State of Florida.

1. The name of the corporation is FOCAL POINT PHOTOGRAPHY, INC.

2. The name and address of the registered agent and office is: H. Davis Upchurch, Jr., Esq., Upchurch & Esposito, P.A., 1510 N. Ponce de Leon Blvd., Saint Augustine, Florida, 32084.

Having been named as Registered Agent for the service of process for the above named corporation at the above stated address, I hereby accept the appointment and agree to faithfully perform my duties. I further agree to comply with the provisions of all Florida Statutes relating to the proper and complete performance of my duties, and I am familiar with, and accept, the obligations as Registered Agent.


H. Davis Upchurch, Jr., Esq.

11-9-00
Date

FILED
00 NOV 13 PM 1:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA