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April 11, 2001

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*****78.75 *****78.75

Secretary of State
Division of Corporations - New Filing
409 E. Gaines St.
Tallahassee, FL 32301

RE: *Photog, Inc.*

Ladies & Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the referenced Corporation and a check in the amount of \$78.75. Please file these Articles of Incorporation at your earliest opportunity and return a copy to me along with the usual confirmation of filing.

Thank you for your assistance in this matter.

Very truly yours,


Lynn Maio
Legal Assistant

/lm

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01 APR 12 AM 9:22
/ SECRETARY OF STATE
TALLAHASSEE FLORIDA

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D. WHITE APR 17 2001

**ARTICLES OF INCORPORATION
PHOTOG, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

1. **NAME.** The name of the corporation is: **Photog, Inc.**
2. **PRINCIPAL OFFICE.** The mailing address and the address of the principal place of business of the corporation is:

Photog, Inc.
c/o Thomas B. Luzier, Esq.
Riddell, Luzier & Gott
3400 S. Tamiami Trail, Suite 202
Sarasota, FL 34239

3. **PURPOSE.** The general purpose or purposes for which the corporation is organized is to transact any or all lawful business for which a corporation may be incorporated under the Florida General Corporation Act.
4. **SHARES.** The aggregate number of shares that the corporation has authority to issue is 10,000, all of which shall be common shares with a par value of \$1.00 per share.
5. **REGISTERED AGENT.** The name and Florida street address of the Registered Agent for the corporation is:

Thomas B. Luzier, Esq.
Riddell, Luzier & Gott
3400 S. Tamiami Trail, Suite 202
Sarasota, FL 34239

6. **INCORPORATOR.** The name and address of the Incorporator is:

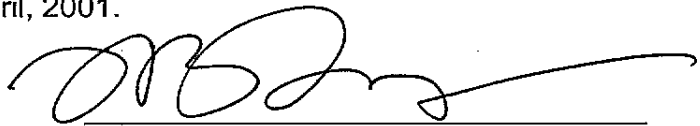
Thomas B. Luzier, Esq.
Riddell, Luzier & Gott
3400 S. Tamiami Trail, Suite 202
Sarasota, FL 34239

7. **BYLAWS.** The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the

shareholders specifically provided that the bylaw is not subject to amendment or repeal by the directors.

- 8.. **AMENDMENTS.** The corporation reserved the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

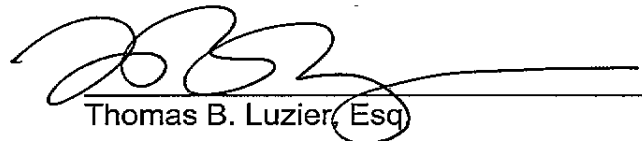
IN WITNESS WHEREOF, the undersigned, as incorporator, has executed these Articles of Incorporation this 9th day of April, 2001.



Thomas B. Luzier, Esq.
Incorporator

Acceptance by Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of the corporation which appointment is contained in the foregoing Articles of Incorporation.



Thomas B. Luzier, Esq.

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TALLAHASSEE FLORIDA