

JULIAN K. DOMINICK, JR.

ATTORNEY AT LAW

421 NORTH FERNCREEK AVENUE

ORLANDO, FLORIDA 32803

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PS1000053640

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

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-05/23/01--01088--013  
\*\*\*\*122.50 \*\*\*\*78.75

Re: HAL WADE PHOTOGRAPHY, INC.

Gentlemen:

RECEIVED DATE  
06/01/01

We enclose proposed Articles of Incorporation, in duplicate, for the above corporation.

Also enclosed is a check in the amount of \$122.50 to cover the filing fee, registered agent fee and certified copy.

Very truly yours,

*Julian K. Dominick Jr.*  
JULIAN K. DOMINICK, JR.

JKDjr:md  
Enclosures

FILED  
01 MAY 23 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. SMITH MAY 31 2001 4/

ARTICLES OF INCORPORATION  
OF  
HAL WADE PHOTOGRAPHY, INC.

EFFECTIVE DATE  
06/01/01

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 MAY 23 PM 12:00

FILED

ARTICLE I. NAME

The name of this corporation is: HAL WADE PHOTOGRAPHY, INC.

ARTICLE II. EFFECTIVE DATE

The effective date of this corporation shall be June 1, 2001.

ARTICLE III. PURPOSE

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

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE V. PRINCIPAL OFFICE, MAILING  
ADDRESS, INITIAL REGISTERED OFFICE AND AGENT

The principal office of this corporation is located at 1617 Tulane Street, Orlando, Florida 32804.

The mailing address of the corporation is 1617 Tulane Street, Orlando, Florida 32804.

The street address of the corporation's initial registered office is 1617 Tulane Street, Orlando, Florida 32804 and the name of the initial registered agent at that office is William H. Wade.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

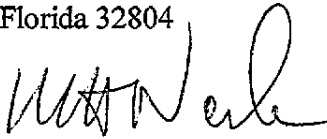
This corporation shall have one director initially. The number of directors may either be increased or diminished from time to time by the by-laws. The name and address of the initial director of this corporation are:

William H. Wade                      1617 Tulane Street  
Orlando, Florida 32804

ARTICLE VII. INCORPORATOR

The name and address of the person signing these Articles are:


William H. Wade                      1617 Tulane Street  
Orlando, Florida 32804

  
\_\_\_\_\_  
WILLIAM H. WADE

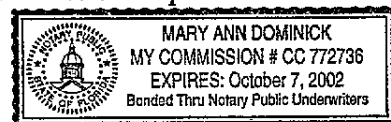
STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared WILLIAM H. WADE, to me well known to be described as Subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to those Articles of Incorporation. He is personally known to me or has produced driver's license as identification and did take oath.

WITNESS my hand and official seal in the County and State named above, this  
21 day of May, 2001.

  
Name: Mary Ann Dominick  
Notary Public

My Commission Expires:



FILED

01 MAY 23 PM 12:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Name of corporation: HAL WADE PHOTOGRAPHY, INC.

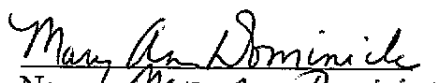
The undersigned, WILLIAM H. WADE, hereby acknowledges that he is familiar with and accepts the duties and responsibilities as registered agent for HAL WADE PHOTOGRAPHY, INC.



WILLIAM H. WADE

STATE OF FLORIDA  
COUNTY OF ORANGE

THE FOREGOING INSTRUMENT was acknowledged before me this 21 day of May, 2001, by WILLIAM H. WADE, who is personally known to me or who has produced a driver's license as identification and who took an oath.

  
Name: Mary Ann Dominick  
Notary Public

My Commission Expires:

