

Mickie Wessling

July 23, 2001

5781 SW 13th Street, Plantation, FL 33317

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

PO1000075933

Re: Black & White Photo Impressions by Mickie Inc.

Dear Sir/Madam:

Enclosed herewith please find the following:

- ☒ Articles of Incorporation
- ☒ Certificate of Designation of Registered Agent
- ☒ Self Addressed Stamped Envelope
- ☒ Check in the amount of \$78.75

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-07/30/01--01104--006
*****78.75 *****78.75

The above items are being forwarded to you pursuant to Florida Statute for filing the above referenced corporation.

Thank you very much for your time and consideration of this matter. Please feel free to call if you have any questions.

Respectfully,

Mickie Wessling

MW/hs

Enclosures

FILED
01 JUL 30 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-2-01
WV

ARTICLES OF INCORPORATION
OF
BLACK & WHITE PHOTO IMPRESSIONS BY MICKIE INC.
(a Florida Corporation)

FILED
01 JUL 30 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator **Black & White Photo Impressions By Mickie Incorporated**, proceeds to form a corporation under the Florida General Corporation Act, and adopts the following Articles of Incorporation:

ARTICLE I. CORPORATE NAME

The name of this corporation is **Black & White Photo Impressions By Mickie Incorporated**.

ARTICLE II. STREET AND MAILING ADDRESS OF PRINCIPAL OFFICE

The street and mailing address of the initial principal office is:

5781 SW 13th Street, Plantation, FL 33317.

ARTICLE III. CAPITAL STOCK (authorized shares)

1. The maximum number of shares that the Corporation is authorized to have outstanding at any time shall be One Hundred (100) shares of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors and may be paid in whole or in part in cash or in other property, tangible or intangible, or in labor or services actually performed for the Corporation with a value, in the judgment of the Directors equivalent to or greater than the full par value of the shares.

2. A shareholder shall be entitled to one (1) vote per common share on each matter submitted to a vote at a shareholder's meeting. In the event of a dissolution of the Corporation, a shareholder shall be entitled to receive his or her proportionate share of the net assets of the

Corporation based on a ratio of the shareholder's number of common shares to the total number of issued and outstanding shares.

3. No shareholder of the Corporation shall enter into a voting trust or any other type of agreement vesting another person with the authority to exercise the voting power of any or all of his or her shares.

ARTICLE IV. PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in cash of any new stock of this Corporation of the same kind, class, or series as that which he or she already holds, shall have the right to purchase a pro rata share thereof (as nearly but not over as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

5781 SW 13th Street, Plantation, FL 33317

and the name of the initial Registered Agent of this corporation at the above address is:

Mickie Wessling

The Board of Directors may, at any time, change either the registered office to any other address in Florida or the registered agent.

ARTICLE VI. INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

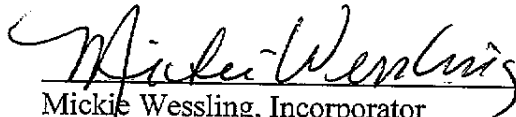
NAME

ADDRESS

Mickie Wessling

5781 SW 13th Street, Plantation, FL 33317

IN WITNESS WHEREOF, the undersigned incorporator, has executed these Articles of Incorporation this 25 day of July, 2001.

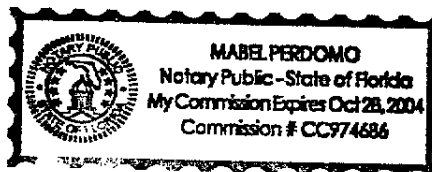

Mickie Wessling, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Mickie Wessling, personally known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid this 25 day of July, 2001.


NOTARY PUBLIC, STATE OF FLORIDA



DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Florida Statute § 607.0501(3), the undersigned Corporation organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent in the State of Florida:

The name of the Corporation is:

Black & White Photo Impressions By Mickie Incorporated

The name of the Registered Agent is:

Mickie Wessling

The address of the Registered Agent/registered office is:

5781 SW 13th Street, Plantation, FL 33317

FILED
01 JUL 30 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FL 32399

ACCEPTANCE

Having been named as Registered Agent to accept service of process for Applied Imagination Incorporated, at the place designated in the forgoing Articles of Incorporation, I hereby accept this appointment and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Mickie Wessling, Registered Agent

Date: 7/25/01