

TRANSMITTAL LETTER

P01000082302

FILED  
01 AUG 20 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

100004502671--2  
-07/27/01--01081--003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: CREATIVE IMAGES PHOTOGRAPHY, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                    & Certificate of Status

☐ \$78.75      ☐ \$87.50  
Filing Fee      Filing Fee,  
& Certified Copy      Certified Copy  
                            & Certificate of  
                            Status  
**ADDITIONAL COPY REQUIRED**

FROM: DIANNE WILES  
Name (Printed or typed)

10663 HEMMING ROAD  
Address

JACKSONVILLE, FLORIDA 32225  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

789,2551,2544,2550  
W01-17592

NOTE: Please provide the original and one copy of the articles.

2001 AUG 21 2001



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 31, 2001

DIANNE WILES  
10663 HEMMING ROAD  
JACKSONVILLE, FL 32224

SUBJECT: CREATIVE IMAGES, INC.  
Ref. Number: W01000017592

We have received your document for CREATIVE IMAGES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6972.

Doris Brown  
Document Specialist  
New Filings Section

Letter Number: 201A00044175

ARTICLES OF INCORPORATION  
OF  
**CREATIVE IMAGES PHOTOGRAPHY, INC.**

**FILED**  
01 AUG 20 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

**Creative Images Photography, Inc.**

ARTICLE II. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

Photography;

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind, and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same or other character of business.

To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

To become guarantor or surety for any other person, firm or corporation for any purpose or transaction whatsoever.

To make gifts of its property or cash, either to charitable organizations or otherwise, when deemed in the interest of the corporation.

To adopt such pension, profit sharing, stock option, and deferred compensation plans for officers, employees and directors and to grant such stock options to officers, employees, directors and others as the board of directors may deem to be in the interest of the corporation.

To have and exercise all of the powers now or hereafter conferred upon corporations by the statutes and laws of the State of Florida.

All of the foregoing in this article shall be construed as both objects and powers. The enumeration of specific powers and purposes is not intended to restrict or limit in any way the powers or purposes of this corporation.

### ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is:

One hundred (100) Shares.

### ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is:

One Hundred Dollars (\$100.00)

### ARTICLE V. TERM

This corporation shall have perpetual existence.

### ARTICLE VI. ADDRESS

The post office address of the principal office of this corporation in the State of Florida is:

6136 Atlantic Blvd., Ste. B, Jacksonville, FL 32211

The Board of Directors may from time to time move the office to any other place in Florida.

### ARTICLE VII. DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than two (2)). Any director may be removed at any time, with or without cause, by the stockholders having the right and entitled to vote at a meeting called for that purpose.

### ARTICLE VIII. INITIAL DIRECTORS

The names and post office addresses of the members of the first Board of Directors of this corporation are:

Dianne Wiles, 10663 Hemming Rd., Jacksonville, FL 32225

### ARTICLE IX. SUBSCRIBERS

The names and post office addresses of the subscribers of these articles of incorporation are:

Dianne Wiles, 10663 Hemming Rd., Jacksonville, FL 32225

## ARTICLE X. MISCELLANEOUS

This corporation shall have the right to amend or repeal any provision contained in these articles of incorporation and any right conferred upon the stockholders is subject to this provision.

Ownership of stock in this corporation shall not be required to make any person eligible to hold office or to become a director in this corporation.

The stockholders, or any two (2) or more of them, may by agreement recorded in the minute book of this corporation impose such restrictions on the sale, transfer or encumbrance of the stock in this corporation owned by the subscribers to such agreement as they may see fit. The bylaws of this corporation may impose any restrictions on the sale, transfer or encumbrance of the stock of this corporation as may be lawful under the statutes and laws of the State of Florida when such bylaw is adopted or amended.

Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors, shall be conclusively deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Any contract or other transaction between the corporation and one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which they are interested, or between the corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers, or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the corporation, which acts upon, or in reference to, such contract or transaction, and notwithstanding his or their participation in such action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize, approve or ratify such contract or transaction by a vote of a majority of the directors present, such interested director or directors to be counted in determining whether a quorum is present, but not to be counted in calculating the majority necessary to carry such vote. These provisions shall not be construed to invalidate any contract or other transaction which would otherwise be valid under the common law and statutory law applicable thereto.

The Board of Directors is hereby specifically authorized to make provisions for reasonable compensation to its members for their services as Directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

## ARTICLE XI. INDEMNITY

This corporation is authorized to indemnify any director, officer, or employee, or former director, officer or employee of this corporation, or any person who may have served at its request as a director, officer or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty. This corporation may also reimburse to any director, officer, or employee the reasonable costs of settlement of any such action, suit, or proceeding, if it shall be found by a majority of a committee composed of the directors of this corporation not involved in the matter in controversy (whether or not a quorum) that it was to the interests of this corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such indemnification or reimbursement shall not preclude such director, officer, or employee from exercising any rights to which he may be entitled under the bylaws or otherwise.

## 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 stockholders, and approved at a stockholders' meeting by two-thirds (2/3) of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these articles of incorporation be made.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, have hereunto set his hand and affixed his seal this 25 day of JULY, 2001.

David



**PAULA GIALLORENZO**  
Notary Public, State of Florida  
My comm. expires Jan. 10, 2005  
Comm. No. CC 993017

STATE OF FLORIDA )  
 ) SS  
COUNTY OF DUVAL )

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared

Dianne Wiles

To me known to be the person 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.

WITNESS my hand and official seal in the County and State named above this 25th day of

WITNESS my hand  
July, 2001

*Paula Lillering*  
Notary Public, State of Florida  
My commission expires: 1-10-2005



**PAULA GIALLORENZO**  
Notary Public, State of Florida  
My comm. expires Jan. 10, 2005  
Comm. No. CC 993017

ARTICLES OF INCORPORATION  
OF  
CREATIVE IMAGES PHOTOGRAPHY, INC.  
ACCEPTANCE OF REGISTERED AGENT

FILED  
01 AUG 20 PM 12:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Dianne Wiles, hereby accepts the designation as registered agent of  
Creative Images Photography, Inc., a Florida corporation and agrees to maintain office as required by Law and accept  
service or process and other legal notices that are required to be served or may be sent to the corporation at  
the registered office of the corporation, which is as follows:

6136 Atlantic Blvd., Ste. B, Jacksonville, FL 32211

I hereby am familiar with and accept the duties and responsibilities as registered agent for  
Creative Images Photography, Inc., which is the corporation established by these articles of incorporation pursuant to the  
rules and regulations concerning corporations as established by Statutes of the State of Florida.

DATED this 25th day of July, A.D. 2001.

x Dianne Wiles

WITNESS my hand and official seal in the County of Duval and the State of Florida,  
this 25th day of July, A.D. 2001.

Paula Giallorenzo



PAULA GIALLORENZO  
Notary Public, State of Florida  
My comm. expires Jan. 10, 2005  
Comm. No. CC 993017