

P02000084483

TO: Department of Corporations

FROM: Donna Newman Photography, Inc.

Please mail one certified copy of the Articles to the place of business:

Donna Newman
6760 SE 1st St
Ocala, FL 34472
(410) 905-1085

FILED
2002 APR 22 PM 3:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 22, 2002

DONNA NEWMAN
6760 SE 1ST ST
OCALA, FL 34472

SUBJECT: DONNA NEWMAN PHOTOGRAPHY, INC.
Ref. Number: W02000011302

We have received your document for DONNA NEWMAN PHOTOGRAPHY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 802A00023912



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 14, 2002

DONNA NEWMAN
6760 SE 1ST ST
OCALA, FL 34472

SUBJECT: DONNA NEWMAN PHOTOGRAPHY, INC.
Ref. Number: W02000011302

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

You failed to make the correction(s) requested in our previous letter.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 902A00030527

**Articles of Incorporation
Donna Newman Photography, Inc.**

Name: Donna Newman
Street Address: 6760 SE 1st St
City, State, Zip: Ocala, FL 34472
Telephone: (410)905-1085

CORPORATION NAME:

Legal Name: Donna Newman Photography, Inc.

PRINCIPAL PLACE OF BUSINESS:

The address where the corporation's principal place of business will be located is:

Street Address: 6760 SE 1st St
City, State, Zip: Ocala, FL 34472
County: Marion
Telephone: (410)905-1085

Mailing Address: 6760 SE 1st St
City, State, Zip: Ocala, FL 34472

BUSINESS ACTIVITIES: This Corporation will begin on April 22nd, 2002.

The primary activities of the corporation can be described as follows: Any and all lawful activities, including photography services.

GEOGRAPHICAL AREA OF BUSINESS OPERATIONS:

The business will conduct its operations in the following geographical area: State of Florida.

STOCK:

The corporation will authorize the following number of shares: 10,000

The shares will be: no par value

The shareholders will have preemptive rights with respect to additional shares of stock sold by the corporation.

The shareholders will be required to first offer their shares to the corporation before selling to other parties.

FISCAL YEAR:

The fiscal year of the corporation will end each year on October 31.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2002 APR 22 PM 3:40

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DIRECTORS:

The following persons will be the initial directors of the corporation:

Name: Donna Newman
Address: 1020 Mainland St Suite 116
City, State, Zip: Vancouver, BC Canada V6B2T4
Telephone: (410)905-1085

Name: Ian McGaffic
Address: 6760 SE 1st St
City, State, Zip: Ocala, FL 34472
Telephone: (410)905-1085

Each director will serve for a term of Five year(s).

The directors will not be personally liable to the corporation or its shareholders for obligations arising out of the performance of the directors' duties.

OFFICERS:

The following persons will be elected to fill the respective offices:

President: Donna Newman
Address: 6760 SE 1st St
City, State, Zip: Ocala, FL 34472
Telephone: (410)905-1085

Vice President: Ian McGaffic
Address: 6760 SE 1st St
City, State, Zip: Ocala, FL 34472
Telephone: (410)905-1085

The corporation will defend the directors and officers against lawsuits.

Business transactions between the corporation and its officers and directors will be allowed.

Instruments which relate to an interest in real estate must be signed by the following:

President or Vice-President and Secretary or Treasurer

The officers are authorized to do the following:

Open a corporate bank account
Obtain a bank loan
Elect Subchapter "S" tax status
Lease office space at 6760 SE 1st St, Ocala, FL from Donna Newman upon such terms as the officers deem appropriate.

Employment agreements will be authorized with the following officers:

Ian McGaffic
Donna Newman

SHAREHOLDERS:

Name: Yaletown Wedding Gallery, Inc.
Address: 1020 Mainland St Suite 116
City, State, Zip: Vancouver, BC Canada V6B2T4
Telephone: (604)688-7672
Percentage ownership of corporation: 100.00%

INCORPORATOR:

Company Name: Yaletown Wedding Gallery, Inc.
Officer (President): Donna Newman
Address: 1020 Mainland St Suite 116
City, State, Zip: Vancouver, BC Canada V6B2T4
Telephone: (604)688-7672

PARENT COMPANY

Yaletown Wedding Gallery, Inc., based in Vancouver, British Columbia Canada is the parent organization of Donna Newman Photography, Inc. representing a 100% ownership stake.

VOTING:

All matters that require a vote of shareholders shall be approved by a simple majority vote.

Action may be taken without a meeting if all of the shareholders consent to the action in writing.

An amendment to the bylaws shall be approved by a simple majority vote.

MEETINGS:

Shareholder meetings will be held at the principal place of business unless otherwise specified in a notice to the shareholders.

SEAL:

The corporation will not have a corporate seal.

STOCK CERTIFICATES:

The corporation will not, unless requested, issue stock certificates.

REGISTERED AGENT:

The name and address of the Registered Agent of the corporation is:

Name: Donna Newman
Address: 6760 SE 1st St.
City, State, Zip: Ocala, FL 34472
Telephone: (410)905-1085

I hereby am familiar with and accept the duties and responsibilities as Registered Agent



Donna Newman
Registered Agent Signature

INCORPORATOR:

The name and address of the Incorporator is:

Company Name: Yaletown Wedding Gallery, Inc.
Officer (President): Donna Newman
Address: 1020 Mainland St Suite 116
City, State, Zip: Vancouver, BC Canada V6B2T4
Telephone: (604)688-7672

I hereby am familiar with and accept the duties and responsibilities as Incorporator



Donna Newman
Incorporator