Electronic Articles of Incorporation For

P02000114911 FILED October 25, 2002 Sec. Of State

ONCE UPON A TIME FASHION PORTRAITS OF FLORIDA CORP

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

ONCE UPON A TIME FASHION PORTRAITS OF FLORIDA CORP

Article II

The principal place of business address:

714 SE 34 AVENUE OCALA, FL. US 34471

The mailing address of the corporation is:

714 SE 34 AVENUE OCALA, FL. US 34471

Article III

The purpose for which this corporation is organized is: ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

Article V

The name and Florida street address of the registered agent is:

MICHELLE ROWLAND 5270 SW 191 CT DUNNELLON, FL. 34423 I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: MICHELLE ROWLAND

Article VI

The name and address of the incorporator is:

SUSAN ANDERSON 714 SE 34 AVENUE OCALA, FL 34471

Incorporator Signature: SUSAN ANDERSON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P SUSAN ANDERSON 714 SE 34 AVENUE OCALA, FL. 34471 US

Title: TREA SUSAN ANDEROSN 714 SE 34 AVENUE OCALA, FL. 34471 US

Title: SEC MICHELLE ROWLAND 5270 SW 191 CT. DUNNELLON, FL. 34423 US