

P03000025528

Florida Department of State
Division of Corporations
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((H03000069572 3)))

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : CAMNER, LIPSITZ AND POLLER, PROFESSIONAL ASSOCIATION
Account Number : 075410001634
Phone : (305) 442-4994
Fax Number : (305) 442-2389

03 MAR -4 AM 9:13

SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA PROFIT CORPORATION OR P.A.

JD Photo Corporation

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$87.50

Audit No. H03000069572 3

ARTICLES OF INCORPORATION
FOR
JD PHOTO CORPORATION

FILED
STATE
CORPORATIONS
MAR-4-2003
AM 9:13

I, the undersigned, do hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

JD PHOTO CORPORATION

The address of the principal office of this corporation is 5320 Zelzah Avenue, #216, Encino, California 91316 and the mailing address shall be the same.

ARTICLE II

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, territory or nation.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1 par value per share.

ARTICLE IV

This corporation shall have perpetual existence, commencing on the subscription and acknowledgment of these Articles, except that in the event the Articles are not filed with the Secretary of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin on the date that these Articles are filed with the Secretary of State.

ARTICLE V

The street address of the initial registered office of the corporation shall be: 550 Biltmore Way, Suite 700, Coral Gables, Florida 33134, and the name of the initial registered agent of the corporation at the address is Neale J. Poller.

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ARTICLE VI

All corporate powers shall be exercised by or under the authority of and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director initially. The name and street address of the member(s) of the Board of Director is:

Director	Jeffrey Dunn
	5320 Zelzah Avenue - #216
	Encino, California 91316

ARTICLE VII

The names and address of the initial directors of the corporation who shall hold office for one year or until their successors are duly elected and qualify shall be:

President/Secretary/Treas	Jeffrey Dunn
	5320 Zelzah Avenue - #216
	Encino, California 91316

ARTICLE VIII

The name and address of the incorporator of the corporation is : Neale J. Poller, 550 Biltmore Way, Suite 500, Coral Gables, Florida 33134.

ARTICLE IX

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

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IN WITNESS WHEREOF, I, NEALE J. POLLER, being the Incorporator and Registered Agent of JD PHOTO CORPORATION, make and file these Articles of Incorporation. Having been named as Registered Agent and to accept service of process for JD PHOTO CORPORATION at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent this 28th day of February, 2003.


NEALE J. POLLER, Incorporator
and Registered Agent

03 MAR -14 AM 9:14

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

Audit No. H03000069572 3

P83000025530

Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : M. BURR KEIM COMPANY
Account Number : I19990000242
Phone : (215) 563-8113
Fax Number : (215) 977-9386

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS
03 MAR -1, AM 9:14

FLORIDA PROFIT CORPORATION OR P.A.

PREFERPAY INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$70.00

(H03000069367 8)

ARTICLES OF INCORPORATION

OF

PreferPay Inc.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

PreferPay Inc.

ARTICLE II PRINCIPAL OFFICE

The mailing address of this corporation shall be:

8480 Limekiln Pike, Wyncote, PA 19095

ARTICLE III CAPITAL STOCK

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

One Hundred (100) Shares Without Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Joshua D. Schwartz 5650 N.E. 21st Road, Ft. Lauderdale, FL 33308

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Joshua D. Schwartz 5650 N.E. 21st Road, Ft. Lauderdale, FL 33308

The undersigned has executed these Articles of Incorporation this 4th day of March, 2003.


Joshua D. Schwartz
Incorporator

(H03000069367 8)

03 MAR -4 AM 9:14
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS

(H03000069367 8)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, 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.

1. The name of the corporation is:

PreferPay Inc.

2. The name and address of the registered agent and office is:

Joshua D. Schwartz 5650 N.E. 21st Road, Ft. Lauderdale, FL 33308

Signature

Joshua D. Schwartz

Title: Incorporator

Date: March 4, 2003

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FILED STATE
SECRETARY OF CORPORATIONS

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Joshua D. Schwartz

Date: March 4, 2003

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