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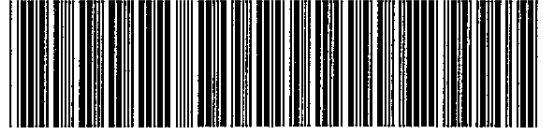
(Business Entity Name)

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MAR 24 PM 3:13
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: IDT Photo, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
ADDITIONAL COPY REQUIRED	

FROM: Temple H. Drummond, Esq.

Name (Printed or typed)

6325 Jacqueline Arbor Drive

Address

Temple Terrace, Florida 33617

City, State & Zip

(813) 985-4103

Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
IDT PHOTO, INC.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be: **IDT PHOTO, INC.**

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

PRINCIPAL OFFICE	MAILING ADDRESS
12921 Royal Georges Avenue Odessa, Florida 33556	c/o Temple H. Drummond, Esq. 6325 Jacqueline Arbor Drive Temple Terrace, Florida 33617

ARTICLE III

Purposes and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

ARTICLE IV

Capital Stock

The Corporation is authorized to issue 10,000 shares of one dollar par value common stock, which shall be designated Common Stock.

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04 MAR 24 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

Initial Board of Directors

The initial Board of Directors of this corporation shall consist of three (3) members, such members to hold office until their successor has been duly elected and qualified. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
James Green	12921 Royal Georges Avenue Odessa, Florida 33556
Michael C. Poole	5830 Memorial Highway Suite 1211 Tampa, Florida 33615
Harlan D. Merhige, Jr.	1472 S. Hercules Avenue Clearwater, Florida 33765

ARTICLE VI

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 6325 Jacqueline Arbor Drive, Temple Terrace, Florida 33617 and the initial registered agent of this corporation at such office shall be Temple H. Drummond. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

ARTICLE VII

Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Temple H. Drummond	6325 Jacqueline Arbor Drive Temple Terrace, Florida 33617

ARTICLE VIII

By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

ARTICLE IX

Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

DATED March 23, 2004




TEMPLE H. DRUMMOND, Incorporator

IDT PHOTO, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, TEMPLE H. DRUMMOND, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position.

DATED March 23, 2004



TEMPLE H. DRUMMOND, Registered Agent