



Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

Daniel P. Saba

March 9, 2005

UPS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: **UNFORGETTABLE PICS, INC.**

Dear Sirs:

Enclosed are an original and one copy of the Articles of Incorporation and Registered Agent Certification of **UNFORGETTABLE PICS, INC.** Our firm's check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	8.75
Total	<u>\$78.75</u>

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification. Thank you.

Yours very truly,

Shirley E. Wilkerson
Assistant to Jack Locklin Jr.

Enclosures

ARTICLES OF INCORPORATION

OF

UNFORGETTABLE PICS, INC.

FILED

2005 MAR 10 P 4: 25

DEPT. OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is: **UNFORGETTABLE PICS, INC.**

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

The purpose of this corporation is offer for retail sales scrapbook materials and supplies and any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PRE EMPTIVE RIGHTS

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5594 Timber Creek Drive, Pace, Florida 32571, and the name of the initial registered agent of this

corporation at that address is Sandra Kaye Wyrosdick. The principal office is the same as the registered office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two 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 one. The names and addresses of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Sandra Kaye Wyrosdick	5594 Timber Creek Drive Pace, Florida 32571
Vicki Lynn Thomas	2678 Deer Run Pace, Florida 32571

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Sandra Kaye Wyrosdick, 5594 Timber Creek Drive, Pace, Florida 32571.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon

the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation to be effective on this 8th day of March, 2005.


Sandra Kaye Wyrosdick


STATE OF FLORIDA
COUNTY OF SANTA ROSA

BEFORE ME the undersigned Notary Public in and for the State of Florida at large, personally appeared Sandra Kaye Wyrosdick, to me well known and known to me to be the individual described in or who presented Florida drivers license as identification, and who executed the foregoing Articles of Incorporation of **UNFORGETTABLE PICS, INC.** and being duly sworn acknowledged that she executed the same for the uses and purposes therein expressed.

GIVEN under my hand and official seal this the 8th day of March, 2005.



JACK LOCKLIN, JR.
MY COMMISSION # DD 081208
EXPIRES: December 28, 2005
Bonded Thru Budget Notary Services


Notary Public
My commission expires: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

FILED

2005 MAR 10 P 4: 25

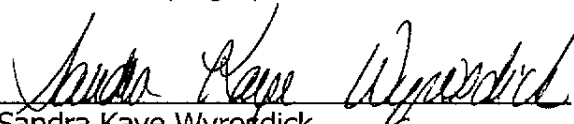
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:
UNFORGETTABLE PICS , INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Pace, Santa Rosa County, Florida, has named Sandra Kaye Wyrosdick of 5594 Timber Creek Drive, Pace, Florida 32571, as agent to accept service of process within the state.

UNFORGETTABLE PICS , INC.

BY: 
Sandra Kaye Wyrosdick

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.


Sandra Kaye Wyrosdick