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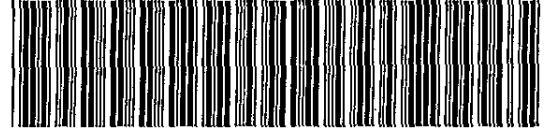
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 MAR 16 PM 3:04

TRANSMITTAL LETTER

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

SUBJECT: Kevin Winter Photography, 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
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Kevin Winter
Name (Printed or typed)

1843 Quebec Ct.
Address

Middleburg, FL 32068
City, State & Zip

(904) 622-6415
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
Kevin Winter Photography, Inc.
A Florida Corporation**

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 MAR 16 PM 3:04

The undersigned, for the purpose of forming a profit corporation makes and adopts the following articles of incorporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights and privileges and immunities of a corporation for profit:

**ARTICLE I
CORPORATE NAME**

The name of the corporation shall be Kevin Winter Photography, Inc.

**ARTICLE II
PLACE OF BUSINESS / MAILING ADDRESS**

The corporation's principal place of business and mailing address will be 1843 Quebec Court, Middleburg, FL 32068. The corporation shall have the rights and privileges of business in such states of the United States and foreign countries whenever the Board of Directors may from time to time order and establish.

**ARTICLE III
REGISTERED AGENT**

The name and address of the corporation's initial registered agent shall be:

Kevin Winter 1843 Quebec Court Middleburg, FL 32068

**ARTICLE IV
PURPOSE**

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

ARTICLE V CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$1.00 per share. The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code of 1986, as amended, and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

In the event a stockholder desires to sell his share or shares of stock, he must first offer them for sale to the remaining stockholders, it being the intention hereof to give them a purchase of same, and any attempted sale in violation of this provision is null and void. A stockholder desiring to sell his stock shall file notice in writing of his intention with the Secretary of the corporation, stating the terms of the sale, and unless his terms are accepted by any or all of the other stockholders, or the corporation, within six months thereafter, they shall be deemed to have waived their privilege of purchasing, and he shall be at liberty to sell to any other person or entity, according to the same terms as file with the corporation.

ARTICLE VI TERM OF EXISTENCE

This corporation shall exist perpetually, unless dissolved according to the laws of the State of Florida.

ARTICLE VII INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors, or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with an appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE VIII SELF DEALING

No contract or other transaction between the corporation and other corporations, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in a contract or transaction, or are directors or officers of any other corporation, and any director or directors, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a director of the corporation is hereby relieved from any liability that might otherwise exist from this contracting with the corporation for the benefit of himself or any firm, association or corporation in which he may be in any way interested. Any director of the corporation may vote upon any transaction with the corporation without regard to the fact that he is also a director of such subsidiary or corporation.

ARTICLE VII DIRECTORS/MEMBERS

The names and addresses of the initial Board of Directors of the corporation, who shall hold office for the term herein specified, or until their successor is appointed and have qualified are as follows:

Kevin Winter	1843 Quebec Court	Middleburg, FL 32068	President
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The Board of Directors shall always consist of at least two individuals. Future Directors shall be appointed at the sole discretion of the corporations' first Board of Directors. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws.

ARTICLE X BYLAWS

The bylaws of the Corporation are to be made and adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XI AMENDMENT

The Corporation reserves the right to amend or appeal any provision contained in these articles of incorporation or any amendment to them.

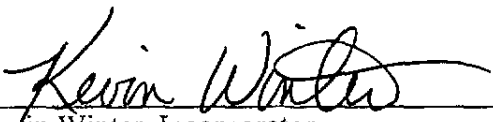
**ARTICLE XII
INCORPORATOR**

The incorporator of this corporation is:

Kevin Winter 1843 Quebec Court Middleburg, FL 32068

The undersigned incorporator certifies both that he executes these Articles for the purposes herein stated, and that by such execution, he affirms the understanding that should any of the information in these Articles be intentionally or knowingly misstated, he is subject to the criminal penalties for perjury set forth under Florida Statutes as if this document had been executed under oath.

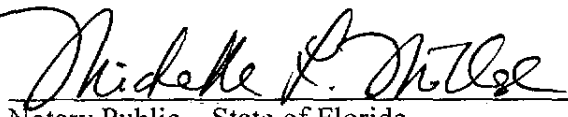
These articles of Incorporation are hereby executed by the incorporator on this 28th day of January, 2005.



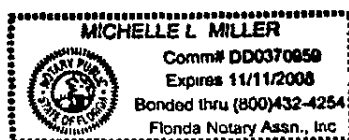
Kevin Winter, Incorporator

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared Kevin Winter, who is personally known to me, executed the foregoing instrument as incorporator and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 13th day of March, 2005.



Notary Public – State of Florida
My Commission Expires:




**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

05 MAR 16 PM 3:04

Having been named registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Kevin Winter, Registered Agent