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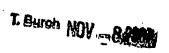


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SECRETARY OF STATE TALLAHASSEE, FLORIDA

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LAW OFFICES

RONALD D. FAIRCHILD, P.A. SUITE 100 1000 RIVERSIDE AVENUE JACKSONVILLE, FLORIDA 32204

RONALD D. FAIRCHILD SHARON B. MILNE

TELEPHONE 904/355-6700

FACSIMILE 904/358-7360

November 5, 2007

Corporations Bureau Secretary of State Post Office Box 6327 Tallahassee, Florida 32314

Re: J S Pictures, Inc.

Dear Madam or Sir:

Please find enclosed for filing the original and one (1) copy of the above-named corporation's articles of incorporation, together with our firm check in the amount of \$78.75 in payment of the filing fee and the cost of a certified copy of the articles.

The certified copy is to be returned to this office.

Thank you.

Sincerely yours,

Ronald D. Fairchild

RDF/sg Enclosure

cc: Mrs. Jessica Nan Renninger, w/encl.

OF

J S PICTURES, INC.

2007 NOV -7 PH 4: 06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being sui juris, under the applicable laws of the State of Florida providing for the formation, rights, liabilities, privileges, benefits, and obligations conferred and imposed by said laws on corporations for profit, does hereby subscribe to and adopt the following Articles of Incorporation:

ARTICLE ONE: Name

The name of this Corporation shall be J S PICTURES, INC.

ARTICLE TWO: Duration

J S Pictures, Inc. shall have perpetual existence.

ARTICLE THREE: Purposes

The general and specific purposes for which J S Pictures, Inc. is organized are to:

- A. Engage in the business of manufacturing & distributing framed artwork.
- B. Purchase, sell, receive, take by grant, gift or devise, bequest or otherwise, own, hold, improve, through experimentation in full or by an interest in related entities and development designed and appropriate for intra-structural development.
- C. To transact the business of investing on behalf of itself or others, and part of its capital and such additional funds as it may obtain, or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the same, or any part thereof, or interest therein.
- D. To invest in new and existing enterprises on its own or by the mechanism of joint venture.
- E. To procure, interview, investigate, recommend for employment, supervise and evaluate employees including, but not limited to, individuals, groups, forces, contractors, to engage in the corporation's objective.

- F. To do everything necessary, proper, advisable or convenient for the accomplishment of said purposes, and to do all other things incidental to or connected with the general business that is not forbidden by contrary to or inconsistent with the Florida Corporate laws and these Articles of Incorporation; whether in the State of Florida or in any other state, territory, district or possession of the United States or in any foreign country in which the Corporation might do or engage in business.
- G. To purchase the corporate assets of any other corporation engaged in the same or, dissimilar character of business.
- H. To endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock, to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.
- I. To become guarantor or surety for any other person, firm or corporation for any purpose or transaction whatsoever.

ARTICLE FOUR: Shares

The aggregate number of shares which the corporation is authorized to issue is three thousand (3000). Such shares shall be a single class of common voting stock, which shall have a par value of one dollar (\$1.00) per share.

ARTICLE FIVE: Registered Agent and Office

The name and address of the registered agent of this corporation in the State of Florida is Jessica Nan Renninger, 868 Blanding Boulevard, Orange Park, Florida 32065. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE SIX: Board of Directors

J S Pictures, Inc. shall initially have one (1) director whose name and address are as follows:

Jessica Nan Renninger 868 Blanding Boulevard Orange Park, Florida 32065

ARTICLE SEVEN: Officers

The name and address of the initial officer of J S Pictures, Inc. are Jessica Nan Renninger, 868 Blanding Boulevard, Orange Park, Florida 32065, who shall be president, secretary and treasurer.

ARTICLE EIGHT: Shareholder Action

A majority of the shareholders of the Corporation shall be required for any shareholder action.

ARTICLE NINE: Corporate By-Laws

The shareholders shall have the power to adopt, amend, alter, change or repeal the By-Laws or Articles of Incorporation when purposed and approved at a stockholder meeting, with not less than a three-fourths (3/4) vote of the common stock.

ARTICLE TEN: Preemptive Rights

The holders of the common stock of this Corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this Corporation as may be issued for money, or any property or services from time to time, in addition to the stock authorized and issued by the Corporation. The preemptive rights of any holder is determined by the ratio of the authorized and issued shares of stock held by the holder of all shares of common stock currently authorized and issued.

ARTICLE ELEVEN: Voting Rights

The shareholders of the Corporation shall be allowed to vote their shares cumulatively so as to give one candidate as many votes as the number of directors to be elected multiplied by the number of his or her shares, to distribute them among as many candidates as he or she may wish. Notice must be given by any shareholder to the President or a Vice President of the Corporation not less than 24 hours prior to the time set for the holding of a shareholders' meeting for the selection of directors that said shareholder intends to cumulate her vote at said election.

JESSICA NAN RENNINGER 🦯

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that J S PICTURES, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Orange Park, County of Clay, State of Florida, has named Jessica Nan Renninger, 868 Blanding Boulevard, Orange Park, Florida 32065, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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 said Act relative to keeping open said office.

MESSICA NAM RENNINGER, / Registered Agent