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or 2/23/10

3640 West Hillsboro Blvd. - #101 Coconut Creek, FL 33073

February 19, 2010

Florida Department of State **Division of Corporations** Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Ladies/Gentlemen:

Enclosed are two (2) copies of my original Articles of Incorporation for Dawnlight Photos, Inc., a new business corporation, together with my check in the amount of \$78.75. Please return one copy of the recorded Articles of Incorporation to me in the enclosed pre-addressed stamped envelope along with a Certified Copy.

Please contact me at 954-464-9215 with any questions.

Thank you for your assistance.

Sincerely,

Dawn K. Cohen



ARTICLES OF INCORPORATION OF

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DAWNLIGHT PHOTOS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is Dawnlight Photos, Inc.

ARTICLE II

The term of existence of the Corporation is perpetual.

ARTICLE III

The general purposes for which the Corporation is organized are:

- 1. To engage in the business of photography and graphic design.
- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
- 3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares of stock that the Corporation is authorized to issue is One Thousand (1,000). Such shares shall be of a single class and shall have a par value of one cents (\$0.01) per share. The consideration to be paid for each share shall be fixed by the Board of Directors of the Corporation.

ARTICLE V

The street address of the initial registered office of the Corporation is 2940 Country Club Blvd., Deerfield Beach, Florida, 33442, and the name of its initial registered agent at such office is Alvin A. Hirsch. The principal office is the same as the registered office.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is one (1). The number of directors may be increased or diminished from time to time by By-Laws adopted by the Shareholders. The name and address of the person who is to serve as the initial Board of Directors is:

Dawn K. Cohen

3640 West Hillsboro Blvd - #101 Coconut Creek, Florida, 33073

ARTICLE VII

Indemnification. The Corporation shall indemnify each Officer and Director to the fullest extent permitted by law.

ARTICLE VIII

Preemptive Rights. Each Shareholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that Shareholder's pro rata portion of the following:

- 1. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or
- 2. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or to purchase from the Corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any Shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the Corporation stating the price, terms and conditions of the issue of shares and inviting the Shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the Shareholder.

ARTICLE IX

By-Laws. The power to adopt, alter, amend and repeal By-Laws of the Corporation shall be vested in the Board of Directors, but all alterations, amendments and repeals of the By-Laws must be approved by a majority of the Shareholders.

ARTICLE X

The name and address of the Incorporator is:

Dawn K. Cohen

3640 West Hillsboro Blvd - #101 Coconut Creek, Florida, 33073

EXECUTED by the undersigned in Deerfield Beach, Broward County, Florida on February 14, 2010.

DAWN K. COHEN

STATE OF FLORIDA) SS.

COUNTY OF BROWARD)

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Florida, do hereby certify that I am the Incorporator of Dawnlight Photos, Inc., and do make, file and record these Articles of Incorporation, and do certify that the facts hereinabove are true; and that I have accordingly set my hand this 160 day of February, 2010.

DAWN K. HIRSCH Cohen

SUBSCRIBED AND SWORN TO before me this 16th day of February, 2010.

Notary Public State of Florida
Lena Diaz
My Commission DD7200
Expires 12/19/2011

CERTIFICATE OF ORIGINAL APPOINTMENT OF REGISTERED AGENT

The undersigned, being at least the majority of the Incorporators of Dawnlight Photos, Inc., hereby appoints Alvin A. Hirsch to be the Statutory Agent upon whom any process, notice or demand required or permitted by statute to be served upon the Corporation may be served.

The complete address of the Statutory Agent is 2940 Country Club Blvd., Deerfield Beach, Florida, 33342

Incorporator

Date: 2/14/2010

ACKNOWLEDGEMENT

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 Florida General Corporation Act relative to keeping open said office.

ALVIN A. HIRSCH

REGISTERED AGENT