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HOLJES AND DAVID, P.A.
CERTIFIED PUBLIC ACCOUNTANTS

THE PROFESSIONAL CENTER
POST OFFICE BOX 494
DUNEDIN, FLORIDA 34697-0494
TELEPHONE (813) 734-6406
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Division of Corporations
Department of State
P. O. 6327
Tallahassee, FL 32314

1/23/95

Dear Division of Corporations:

300001389813
-01/26/95--01026--018
*****70.00 *****70.00

Enclosed please find Articles of Incorporation for PHOTO + ENTERPRISES,
INC. along with a check in the amount of \$70.00
for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to
me with the filing date stamped on it.

Thank you,

Leather Holjes

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SS FEB -8 /M 10 44

FILED

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502

MA
2-8-95



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 30, 1995

HOLJES AND DAVID PA
P O BOX 494
DUNEDIN, FL 34697-0494

SUBJECT: PHOTO & ENTERPRISES, INC.
Ref. Number: W95000002106

We have received your document for PHOTO & ENTERPRISES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 595A00003877

Articles of Incorporation

FILED

1. The name of the corporation is: HEATHER L. HOLJEES, INC.
PITOTO ENTERPRISES, INC.
2. The principal place of business and mailing address of the corporation is:
1964 BAYSHORE BOULEVARD BOX 494
DUNEDIN FL 34697-0494
3. The corporation shall have the authority to issue 1,000 shares of common stock, in one class only, each with a par value of \$ 10.
4. The registered agent of the corporation is HEATHER L. HOLJEES and the registered address is BOX 494, 1964 BAYSHORE BLVD., DUNEDIN FLORIDA 34697-0494
5. The initial Board of Directors shall have 1 member(s) whose name(s) and address(es) is/are as follows: H. L. HOLJEES BOX 494 DUNEDIN FL 34697-0494
- The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.
6. The incorporator of this corporation is HEATHER L. HOLJEES whose address is 1964 BAYSHORE BOX 494 DUNEDIN FL 34697-0494

Dated 1/30/95

Heather L. Holjees
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated 1/30/95

Heather L. Holjees
Registered Agent