

**H9500002859**  
12-  
PUBLIC ACCESS SYSTEM  
TO: DIVISION OF CORPORATIONS  
FROM: EMPIRE CORPORATE KIT COMPANY  
1492 W FLAGLER ST  
SUITE 200  
MIAMI FL 33135-

DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000  
CONTACT: RAY STORMONT  
PHONE: (305) 541-3694  
FAX: (305) 541-3770

((H95000002859)) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: KEEPSAKE PHOTOGRAPHERS INC.  
FAX AUDIT NUMBER: H95000002859 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 03/13/1995 TIME REQUESTED: 12:43:19  
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000002859))  
\*\* ENTER 'M' FOR MENU. \*\*  
ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM CAPS Connect: 00:10:

*[Handwritten signature]*  
*3/14*

*Page 1 missing*  
*H9500002859*

FILED  
OFFICE OF THE  
CLERK OF THE  
SUPREME COURT  
TALLAHASSEE, FLORIDA  
03/13/95 11:03

MAR-13-1995 17:48 FROM EMPIRE

TO DIV CORP ELT FI P.25



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 13, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: KEKPSAKE PHOTOGRAPHERS INC.  
REF: W95000005564

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Page 1 is missing, please, re-send.

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) 487-6934.

Loria Poole  
Corporate Specialist

FAX Aud. #: H95000002859  
Letter Number: 795A00011178

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

MAR-13-1995 13:36 FROM EMPIRE

TO

19049224000 P.45



**FLORIDA DEPARTMENT OF STATE**

Sandra B. Montuori  
Secretary of State

January 26, 1995

FRED WOLK  
20005 NE 3RD CT  
APT #3  
NORTH MIAMI BEACH, FL 33179

H 9500000 28 59

The name ~~KEEPSAKE PHOTOGRAPHERS INC.~~ has been reserved for 120 days beginning January 26, 1995. The reservation number is R95000000356 and this reservation is NONRENEWABLE.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will AGAIN be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-6000, the Name Availability Section

Janice Love-Washington

Letter number: 695A00003372

H 9500000 28 59

11

FILED

95 MAR 14 AM 11:03

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

KEEPSAKE PHOTOGRAPHERS INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:  
KEEPSAKE PHOTOGRAPHERS INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 20005 NE 3RD CT APT #3, NORTH MIAMI, FL 33179.

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

H 950000028 59

H 950000028 59

H 950000028 59

To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute 5607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

H 950000028 59

H 95000002859

To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary of convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statue S607.014;

#### ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 750 shares, having an individual par value of \$ 1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

#### ARTICLE VI

The name and street address of the Initial Registered Agent of this corporation shall be: FRED WOLK  
20005 N.E. 3RD CT APT #3  
NORTH MIAMI, FL 33179

H 95000002859

MAR-13-1995 13:35 FROM EMPIRE

TO

19049224000 P.43

H 95000002859

ARTICLE VII

The initial board of Directors shall consist of a total of 1 person(s) and the name and address of the person(s) whos to serve as an initial director(s) is:


FRED WOLK- 20005 N.E. 3RD CT APT #3- NORTH MIAMI, FL 33179  
(PRESIDENT)

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

EMPIRE CORPORATE KIT OF AMERICA, INC.  
1492 W. FLAGLER ST #200  
MIAMI, FL 33135

The undersigned has executed these Articles of Incorporation this 13TH day of MARCH, 1995.

  
Incorporator  
RAY STORMONT/PRESIDENT  
SIGNING FOR  
EMPIRE CORPORATE KIT OF AMERICA, INC.

H 95000002859