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FILED
05 APR 17 AM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DAVID A. BENTLEY
2000 INTERNATIONAL BLVD. SUITE 200
TALLAHASSEE, FL 32304

OFFICE USE ONLY

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-04/17/95--01054--005
*****70.00 *****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Camera And Film Profit Centers, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

APR 20 1995 BSB

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
CAMERA AND FILM PROFIT CENTERS, INC.

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95 APR 17 AM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for profit pursuant to the laws of the State of Florida hereby makes subscribe, acknowledges and files the following Articles of Incorporation.

ARTICLE 1

The name of this Corporation shall be;

CAMERA AND FILM PROFIT CENTERS, INC.

ARTICLE 2

This Corporation shall have the authority to engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

ARTICLE 3

This Corporation is authorized to issue 1,000 shares of \$1.00 (One Dollar) per value, sec. 1244 common stock.

Each share of common stock of this Corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meetings of the stockholders; to receive such dividends as are declared by the Board of Directors, and upon liquidation participate ratably in the net assets available for distribution. No holder of common stock of this Corporation shall be entitled to any right of cumulative voting.

This Corporation is also authorized to issue No N/A shares of preferred stock, \$----- per value, to be issued in such series and with such rights, features, and preferences as are determined by the Corporation's Board of Directors.

ARTICLE 4

The initial registered agent and the street address of the initial registered office of this Corporation is:

David Hattaway
2898 Newfound Harbor Drive
Merritt Island, FL 32952

The board of Directors may from time to time move the principal office to any other address which it deems pertinent in the interest of the Corporation, either within or without the State of Florida.

ARTICLE 5

This Corporation shall have one (1) director initially. The number of directors may be increased or decreased from time to time by vote of a majority of the stockholders, but shall never be less than one (1). The name and address of the initial director is:

David Hattaway
2898 Newfound Harbor Drive
Merritt Island, FL 32952

The director(s) shall hold office until the first annual meeting of shareholders or until their respective successor(s) shall be duly elected or appointed and qualified.

ARTICLE 6

The name and street address of the incorporator is:

David Hattoway
2898 Newfound Harbor Drive
Merritt Island, FL 32952

ARTICLE 7

1. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by either the stockholders or the directors. The stockholders may amend, alter or repeal any By-Laws adopted by the directors. The directors may not alter, amend or repeal any By-Laws adopted by the stockholders, nor may the directors adopt By-Laws which would be in conflict with the By-Laws adopted by the stockholders.

2. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors, shall conclusively be deemed to have received proper notice of such meeting unless they shall make objections at such meeting to any defect or insufficiency of notice.

3. Each director and officer of the Corporation, whether or not in office, shall be indemnified by the Corporation against all cost and expense reasonably incurred or imposed upon them in connection with or arising out of any claim, demand, action, suit or proceeding in which they may be involved or to which they may be made a party by reason of their being or having been a director or officer of the Corporation, said expense to include attorney's fees and cost of reasonable settlement made with a view of curtailment of cost of litigation, except in relation to matters as to which they finally shall be adjudged in any such action, suit or proceeding to have been derelict in the performance of their duty as such officer or director.

Such right of indemnification shall not be exclusive of other rights to which they may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

4. A director or officer of the Corporation shall not be disqualified by their office from dealing or contracting with the corporation either as a vendor, purchaser, or otherwise, nor shall any transaction or contract of the Corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a stockholder, officer or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified or approved by either; (a) a vote of the majority of the Board of Directors having no interest in such transaction or contract; (b) the written consent or vote of a majority of the outstanding shares of stock in the Corporation entitled to vote. A director interested in the contract or transaction who is present may participate in the meeting and may be counted for quorum purposes. Additionally, no director or officer shall be liable to account to the Corporation for any profits realized by, or from, or through such transaction or contract authorized, ratified or approved as herein provided by reason of the fact that they, or any firm of which they are a member or any corporation of which they are a stockholder, officer, or director, was interested in such transaction or contract. Nothing herein contained shall create

a liability in the events above described or prevent the authorized approval of such contracts in any manner permitted by law.

I, THE UNDERSIGNED, hereby declares and certifies that the facts herein stated are true and accordingly, I have this 10th day of April, 1995, executed the Articles of Incorporation.



(SEAL)

David Hattaway

STATE OF FLORIDA)
)
COUNTY OF) SS

I, the undersigned notary public, in and for the State of Florida, do hereby certify that on this day personally appeared before me _____, to me well known to be the person who executed the foregoing Articles of Incorporation of

and acknowledged that she execute / the same for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this ____ day of _____, 19__.

Notary Public, State of
Florida at Large

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS

FILED

OR DOMICILE FOR SERVICE OF PROCESS WITHIN

APR 17 AM 12:28

THE STATE OF FLORIDA AND NAMING AGENT UPON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHOM PROCESS MAY BE SERVED

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

First that CAMERA AND FILM PROFIT CENTERS, INC.

desiring to organize under the laws of the State of Florida, with its
principle office, as indicated in the articles of incorporation,

has named David Hattaway, located at

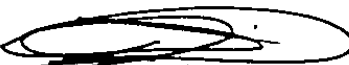
2898 Newfound Harbor Drive

Merritt Island, FL 32952

as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service for the above named cor-
poration, at place designated in this certificate, I hereby accept
to act in this capacity, and I further agree to comply with the
provisions of all statutes relative to the proper and complete
performance of my duties, on this 10th day of April, 1995



David Hattaway