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FILINGS, INC. TERESA ROMAN	SECAL ANALON FOR STALLANA
(Requestor's Nome) 2805 LITLE DEAL ROAD	
(Address) TALLAHASSEE, FLORIDA 32308 (904) 385-6735	OFFICE USE ONLY
(City, State, Zip) (Phone #)	

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

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	NEW FILINGS	]	AMENDMENTS		]		
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			Dissolution/Withdrawal				
			Merger				
OTHER FILINGS			REGISTRATION/ QUALIFICATION	NANC	Y HENDRICKS	is may - 5 1995	
	Annual Report		Foreign				
Fictitious Name		-	Limited Partnership				
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## ARTICLES OF INCORPORATION

OF

## Personal Postcard Cameras, Inc.

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Article I. The name of this Corporation is: Personal Postcard Cameras, Inc.

Article II. This Corporation shall have perpetual existence commencing upon the filing of these Articles of Incorporation by the Florida Socretary of State.

Article III. This Corporation may engage in any lawful business activity permitted under the General Corporation Act of the State of Florida.

Article IV. This Corporation is authorized to issue Eleven Million (11,000,000) shares of Capital Stock of which:

IV.1 One Million (1,000,000) shall be designated as "Preferred Stock", with each share having the par value of \$1.00. The Preferred shares may be issued from time to time by action of the Board of Directors, without further Stockholder approval, and may be issued in series with varying face amounts, with or without cumulative dividends, may or may not be convertible into Common Stock, and may be issued on such other terms and conditions as then determined by the Board of Directors; and

IV.2 Ten Million (10,000,000) shall be designated as "Common Stock", each share of which shall have the par value of \$0.001 and shall be entitled to one vote in all matters submitted to a vote of the shareholders.

Article V. The name and address of the initial Registered Agent is: Arthur G. Scott, 1158 O'Day Drive, Winter Springs, Florida 32708.

Article VI. The address of the Corporation is:

1158 O'Day Orive, Winter Springs, Florida 32708.

Article VII. This Corporation shall initially have no less than One Director and no more than Seven Directors. The number of Directors may be increased or diminished, from time to time, by the action of the board of directors or by the majority vote of the stockholders.

Article VIII. The By-Laws of this Corporation may be adopted, altered, amended or repealed by the affirmative vote of a majority of the board of directors or the Stockholders.

Article IX. This Corporation may indemnify any Officer or Director, or any former Officer or Director, the full extent permitted by law.

Article .X. The name and address of the person signing these Articles as Incorporator is: Arthur G. Scott, 1158 O'Day Drive, Winter Springs, Florida 32708.

Article XI. This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in full accord with the provisions of the General Corporation Act of the State of Florida.

NWTNESS WHEREOF, the undersigned has executed these Articles of Incorporation this day of May, 1995.

Arthur G. Scott, Incorporator

## ACCEPTANCE BY REGISTEBED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in Article V. of these Articles of Incorporation, the Undersigned hereby agrees to act in this capacity; and further, agrees to comply with the provisions of all statutes relative to the proper and complete discharge of said duties.

Dated the 470 day of May, 1995.

Arthur G. Scott, Registered Agent

State of Florida, County of Draker ss.:

Before me, a Notary Public authorized in the State and County set forth above, personally appeared **Arthur G. Scott**, known to me and to me known to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of New Directions Restaurants Inc.; and he acknowledged before me that he duly executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State of Florida and County of Mugc, \_\_\_\_, this \_\_\_\_\_ day of May, 1995.

Barbara, E. Barnette

Notary Public, State of Florida

BARBARA E. BARNETTE Notary Public, State of Florida My comm. expires Aug. 9, 1996 Comm. No. CC?20509