



PRINTED MAIL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : P800469 85036A  
Palmetto, T.

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : May 17, 1995

ORDER TIME : 10:11 AM

ORDER NO. : 600469

400001491434

CUSTOMER NO: 85036A

CUSTOMER: Cynthia A. Mikos, Esq  
JACOBS FORLIZZO & NEAL, P.A.

Suite 300  
13577 Feather Sound Drive  
Clearwater, FL 34622

DOMESTIC FILING

NAME: THE PICTURE COMPANY

XXXX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: \_\_\_\_\_

FILED  
95 MAY 17 PM 1:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. BROWN MAY 17 1995

ARTICLES OF INCORPORATION  
OF  
THE PICTURE COMPANY

FILED  
95 MAY 17 PM 1:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, as incorporator, forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this Corporation is The Picture Company.

ARTICLE II.

PRINCIPAL OFFICE

The initial principal address of this Corporation is:

3726 30th Avenue North  
St. Petersburg, FL 33713.

ARTICLE III.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this Corporation and the street address of the Registered Office are as follows:

Name: Richard O. Jacobs, Esquire

Address: Jacobs, Forlizzo & Neal, P.A.  
13577 Feather Sound Drive, Suite 300  
Clearwater, FL 34622-5547.

ARTICLE IV.

INCORPORATOR

The name and address of the Incorporator of this Corporation are:

Name: Richard O. Jacobs, Esquire

Address: Jacobs, Forlizzo & Neal, P.A.  
13577 Feather Sound Drive, Suite 300  
Clearwater, FL 34622-5547.

ARTICLE V.

CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE VI.

SHAREHOLDER'S AGREEMENT

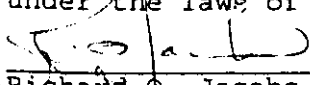
The Shareholders of this Corporation may enter into a shareholder's agreement, or similar agreement, providing for the management of this Corporation, the election of Officers or Directors, or other matters. Such an agreement, if signed by all of the Stockholders, shall supersede any provisions of these Articles, or of the Bylaws that are in conflict.

ARTICLE VII.

PREEMPTIVE RIGHTS

The holders of issued and outstanding shares shall be entitled to preemptive rights within the meaning of Florida Statutes, Chapter 607.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 16th day of May, 1995, for the purpose of organizing this Corporation under the laws of the State of Florida.

  
Richard O. Jacobs

ACKNOWLEDGMENT:

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 provision of said Act relative to keeping open said office.

Date: May 16, 1995,  


Richard O. Jacobs  
Jacobs, Forlizzo & Neal, P.A.  
13577 Feather Sound Drive, Suite 300  
Clearwater, FL 346 5547