Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:Memo	ries Photog	raphy, lnc.		
(P	roposed corporate	name - must include s	uffix)	
Enclosed is an original for :	and one (1) c	opy of the articles	of incorporation	and a sheet
\$70.00	\$78.75	\$122.50	x \$131.25	FILED M22 M
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate	99
		Additional Cop		28
FROM:	Larry Elli	lott/Memories	Photography,	Inc.
	Name (printed or typed)			
	7226 W. Colonial Dr. # 102			00001521088
		Address		/22/9501085006 **131.25
	Orlando, FL. 32818			
	Ci	ty, State & Zip		
	(407) 877-9934			
	Daytime	Telephone number		

JUN 2 6 1995 BSB

NOTE: Please provide the original and one copy of the articles.

FILED 95 JUN 22 AM 9: 28

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Memories Photography, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7226 W. Colonial Dr. # 102 Orlando, FL. 32818

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

fifty-fifty

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Larry Elliott 488 Wurst Road Ocoee, FL. 34761

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(arc);

Larry Elliott 488 Wurst Road Ocoee, FL. 34761

Robert Thomas 178 Moonbeam Road Apopka, FL. 32712

The unc	dersigned in	corporator(s) h	as(have) executed these Articles of Incorporation this		
13	day of _	June	, 19 <u>95</u> .		
		Larry	Ellest		
			Signature		
			Signature		
			Signature		

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

MANUFACES T FROLIGH

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1.	The name of the corporation is:	Memories Photography,	Inc.	
				1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
2.	The name and address of the regist	ered agent and office is:		13 (P)
	Larry Elliot	Larry Elliott (NAME)		
	488 Wurst Ro	oad		
	(P.O. Box	or Mail Drop Box NOT ACCEPTABLE)		
	Ocoee, FL.	34761		
		(CITY/STATE/ZIP)		

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 I am familiar with and accept the obligations of my position as registered agent.

Jany Ellist June 13, 1995 (SIGNATURE)