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Law Office

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July 24, 1995

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: DIGI FOTO

Dear Clerk:

Enclosed please original Articles of Incorporation for the above-referenced corporation. Also enclosed is a check in the amount of \$70.00 as follows:

Filing Fee
Registered Agent Fee

\$ 35.00
35.00

TOTAL \$ 70.00

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-07/26/95--01062--012
*****70.00 *****70.00

Thank you for your assistance in this matter.

Very truly yours,

Leonard L. Liszewski

LLL/slm
Enclosures

7/25/95
(715)

ARTICLES OF INCORPORATION

of

DIGI FOTO INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be DIGI FOTO INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be 5520 Sunrise Drive, Fort Myers, FL 33919.

ARTICLE III - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares at \$1.00 par value per share.

ARTICLE V - REGISTERED AGENT AND OFFICE

The initial registered agent of the corporation shall be Leonard L. Liszewski, Esq. and the initial registered office of the corporation shall be 2110 Cleveland Avenue, Fort Myers, FL 33901.

ARTICLE VI - TERM OF EXISTENCE

The corporation shall exist perpetually.

ARTICLE VII - OFFICERS AND DIRECTORS

The corporation shall have two (2) officers and directors initially. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation or until their successors are elected or appointed are:

CLINT TUMINELLA
President/Treasurer/Dir.

706 Coral Drive
Cape Coral, FL 33904

KATHLEEN M. TUMINELLA
Vice Pres./Sec./Dir.

706 Coral Drive
Cape Coral,, FL 33904

ARTICLE VIII - PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

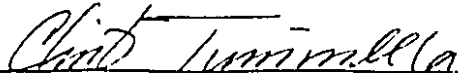
ARTICLE IX - SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as a Subchapter S corporation.

ARTICLE X - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is CLINT TUMINELLA, 706 Coral Drive, Cape Coral, FL 33904.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 24 day of July, 1995.


CLINT TUMINELLA, Incorporator

ACCEPTANCE OF REGISTERED AGENT

LEONARD L. LISZEWSKI, having been designated as Registered Agent in the foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under §607.0505, Florida Statutes.


LEONARD L. LISZEWSKI, Registered Agent