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FILED
95 AUG 31 PM 2:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

August 29, 1995

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

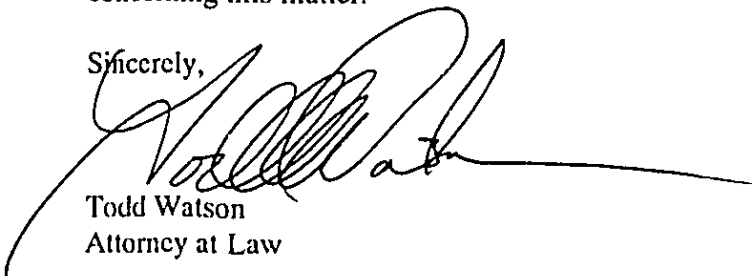
Re: Stuart Findlay Photography, Inc.

Dear Sir:

Enclosed are the original Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$122.50 which represents the \$35.00 filing fee, \$52.50 fee for the certified copy of the Articles of Incorporation and \$35.00 for the registered agent fee.

Please file the Articles of Incorporation, certify and return the copy. Please contact me at your earliest convenience should you have any questions or comments concerning this matter.

Sincerely,


Todd Watson
Attorney at Law

Enclosure
TW/avc

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ARTICLES OF INCORPORATION

OF

STUART FINDLAY PHOTOGRAPHY, INC.

The Undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE 1.0 NAME AND ADDRESS

The name of the Corporation is: Stuart Findlay Photography, Inc. The principal office and mailing address is 2655-57 Park Street, Jacksonville, Florida 32204.

ARTICLE 2.0 DURATION

The duration of the Corporation is perpetual.

ARTICLE 3.0 PURPOSE

The general purpose for which the Corporation is organized is to engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

ARTICLE 4.0 SHARES

The aggregate number of shares which the corporation is authorized to issue is One Thousand (1,000) shares of common stock. Such shares shall be of a single class and shall have a par value of \$.01/100 per share.

ARTICLE 5.0 INITIAL REGISTERED OFFICE AND AGENT

The street and mailing address of the initial registered office of the Corporation is 2655-57 Park Street, Jacksonville, Florida 32204, and the name of the initial registered agent at that address is Stuart H. Findlay.

ARTICLE 6.0 DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be increased or decreased from time to time in accordance

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19 AUG 31 10 00 AM
JACKSONVILLE, FLORIDA
CLERK OF THE CIRCUIT COURT

ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.



Stuart H. Findlay, Registered Agent

Date: 8.28.95

AUG 31 1995
STATE OF MISSISSIPPI