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PHOTOGRAPHY

973 VIRGINIA DR.
SARASOTA, FL 34234

Office Use Only

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

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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ARTICLE OF INCORPORATION
OF
EXPO PHOTOGRAPHIX, INC.

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ARTICLE I
NAME

The name of this Corporation is EXPO PHOTOGRAPHIX, INC.

ARTICLE II
DURATION

This Corporation shall commence its existence upon incorporation.

ARTICLE III
PURPOSE

This Corporation is organized for the purposes of purchasing, selling, marketing, and designing all types of insurance, real estate and other types of goods and services; take, manufacture, produce and distribute all types of photographs; to carry on any other lawful trade or business incident to or proper or useful in connection with the above activities and any other lawful business.

ARTICLE IV
POWERS

This Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, including the power to buy, sell, lease, and generally deal in real and personal property of every kind and nature.

ARTICLE V
CAPITAL STOCK

This Corporation is authorized to issue THREE-HUNDRED(300) shares of common stock without par value.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase its prorata share of any new stock of this Corporation of the same kind, class or series as that which he already holds at the price at which it is offered to all other shareholders.

ARTICLE VII
INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial principal office of the Corporation is 973 Virginia Drive, Sarasota, Florida 34234 and the name of the initial Registered Agent of this Corporation at that address is RICHARD SCHLOSSBERG. He acknowledges and accepts the responsibilities of Resident Agent as set forth in the Florida Statutes.

ARTICLE VIII
MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the shareholders of this Corporation. In the management of the business of the Corporation, the act of the stockholders representing majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall be entitled to one vote in person, or by proxy, for each share of voting stock held by him/her. A majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders of the management of the business of this Corporation.

ARTICLE IX
INCORPORATOR

The name and address of the person signing these Article is:

RICHARD SCHLOSSBERG
973 Virginia Drive
Sarasota, Florida 34234

ARTICLE X
BYLAWS

The power to adopt, alter, amend ore repeal Bylaws shall be vested in the shareholders.

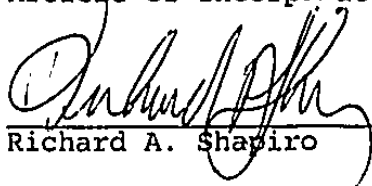
ARTICLE XI
INDEMNIFICATION

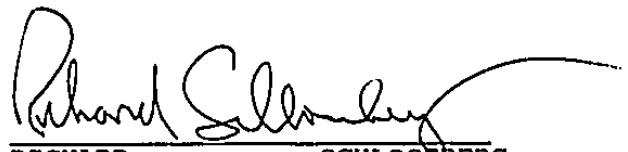
This Corporation shall indemnify any office or any former office to the full extent permitted by law.

ARTICLE XII
AMENDMENT

This Corporation reserves the right to amend or repeal any provision contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHERE OF, the undersigned subscriber has executed these Article of Incorporation this 15th day of APRIL, 1996.


Richard A. Shapiro

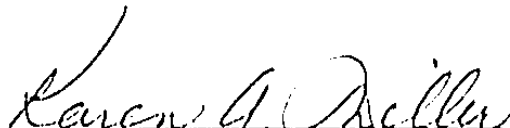

RICHARD SCHLOSSBERG
Incorporator and President
973 Virginia Drive
Sarasota, FL 34234

STATE OF FLORIDA)
COUNTY OF SARASOTA)

Before me, a Notary Public, authorized to take acknowledgement in the state and county sent forth above, personally appeared RICHARD SCHLOSSBERG and providing Florida Driver's license #S (PERSONALLY KNOWN) as identification, executed the foregoing Articles of Incorporation, and he acknowledged before me that she executed those Articles of

• • Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 15th day of APRIL, 1996.


NOTARY PUBLIC

My Commission Expires:



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