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Board Certified in Marital & Family Law
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Board Certified in Appellate Practice

November 12, 1996

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

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-11/19/96-01142-005
****122.50 ****122.50

RE: Scope & Camera Service, Inc.

Ladies and/or Gentlemen:

Enclosed please find duplicate Articles of Incorporation for the above corporation. Please file one copy, assign a Charter number, and return a certified copy to me at the above address.

Also enclosed please find my client's check in the amount of \$122.50, which represents your filing fee for the corporation.

Sincerely yours,

SIMONS & SEELEY, P.A.

Jean R. Simons
Jean R. Simons

Enclosures

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96 NOV 18 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOV 18 1996

ARTICLES OF INCORPORATION
of
SCOPE & CAMERA SERVICE, INC.

The undersigned incorporator, a natural person and competent to contract for purposes of forming a corporation under the laws of the State of Florida, adopts the following Articles of Incorporation for said corporation.

ARTICLE I
Name

The name of this corporation shall be SCOPE & CAMERA SERVICE, INC.

ARTICLE II
Existence

This corporation shall have a perpetual existence.

ARTICLE III
Purpose

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
Capital Stock

The aggregate number of shares that the Corporation is authorized to issue is 1,000 shares of common stock. The par value of the shares is \$.10 per share. The total number of authorized shares shall have an aggregate par value of \$100.00

ARTICLE V
Initial Registered Agent and Office

The name of the initial Registered Agent of the Corporation is MICHAEL T. RAINES, at 230 38th Avenue S.E., St. Petersburg, FL 33705, and the principal office of the Corporation is located at the same address.

ARTICLE VI
Board of Directors

The management and control of the Corporation shall be vested in a Board of Directors of one or more directors, as provided by the By-Laws of the Corporation, said Board to be elected by the shareholders of the Corporation at the regular meeting of said shareholders.

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If State law so provides, then upon the unanimous written agreement of all the shareholders of the Corporation, the above described Board of Directors may be divested of its power to manage and control this corporation and said power may, pursuant to shareholder agreement, be vested in the shareholders of the corporation. If the shareholders exercise their right to divest the Board of its power to manage and control, then, and whenever the context requires, the shareholders shall be deemed the directors of the corporation for purposes of applying applicable State law. The name and address of the first Board of Directors of the Corporation is:

Michael T. Raines 230 38th Avenue S.E.
St. Petersburg, FL 33705

Until the first meeting of shareholders, management and control of this corporation shall be vested in the above Board composed of one director. This director shall hold office until his successors are duly elected and qualified.

ARTICLE VII Officers

The Board of Directors shall, at its initial meeting, elect a President, Vice-President, Secretary and Treasurer and such other officers as the Board from time to time shall designate. Until the first Board of Directors meeting and until officers are selected, the following named person shall hold the below designated offices until his successors are elected and qualified:

President, Secretary, Michael T. Raines
and Treasurer

ARTICLE VIII Incorporators

The name and address of the incorporator of the Corporation is: Michael T. Raines, 230 38th Avenue S.E., St. Petersburg, FL 33705.

ARTICLE IX Indemnification

The Corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the

request of the Corporation as an officer or director, against expenses (including attorneys fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof; provided, however, that there shall be no indemnification against gross negligence or willful misconduct.

ARTICLE X
By-Laws

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE XI
Amendment

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 14 day of November, 1996.

WITNESSES:

Risa Jaitta

Jean R. Simons

Michael T. Raines

MICHAEL T. RAINES
as Incorporator

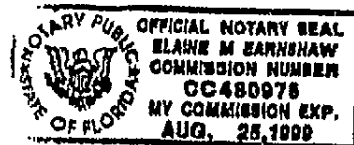
STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared MICHAEL T. RAINES, who produced Florida Drivers License # R520-558-65-221-0 as identification and who executed the foregoing Articles of Incorporation as Incorporator, and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal, this 14th day of November, 1996.

Elaine M. Law
Notary Public

My Commission Expires:



IN WITNESS WHEREOF, the undersigned Registered Agent hereby accepts such designation on this 14 day of November 1996.

WITNESSES:

Rosa Smith

Jean R. Simons

Michael J. Raines
MICHAEL T. RAINES
as Registered Agent

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96 NOV 18 AM 9:10
S. J. RAINES
TALLAHASSEE
OFFICE OF STATE
#1000000000
FLORIDA

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared MICHAEL T. RAINES, who produced Florida Drivers License # 2520-558-65-221-0 as identification and who executed the foregoing as Registered Agent, and acknowledged before me that he executed same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal, this 14th day of November, 1996.

Elaine M. Earnshaw
Notary Public

My Commission Expires:

