

F-97000035991
The Legal Center

April 17, 1997

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

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-04/21/97--01167--008
*****78.75 *****78.75

Re: Fun Foto, Inc.

Greetings:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation along with my check to cover the following expenses:

Filing Fee	\$35.00
Certificate of Status	8.75
Registered Agent Fee	35.00
TOTAL	\$78.75

Upon filing please call this office with date of filing and corporation number. Also, please return the enclosed copy of the articles with your stamp on it showing the filing date.

Cordially yours,

THE LEGAL CENTER

Kent W. Davis/ps

Kent W. Davis
Attorney

KWD/ps

Encl.

FILED
97 APR 21 PM 3:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6572 Seminole Boulevard, Suite 9
Seminole, Florida 34642
Telephone (813) 393-8822

APR 22 1997
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COPIES

ARTICLES OF INCORPORATION
OF
FUN FOTO, INC.

(A Corporation for Profit)

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is:

FUN FOTO, INC.

ARTICLE II. EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III. GENERAL PURPOSES

The general purposes for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated pursuant to Chapter 607, Florida Statutes.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of \$1.00 per share.

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ARTICLE V. PRINCIPAL OFFICE

The principal office, if known, or the mailing address of the corporation is: 357 14th Ave. S.W.
Largo, FL 33770

ARTICLE VI. REGISTERED OFFICE AND AGENT

The name and street address of the initial Registered Agent and office of this corporation is: Douglas A. Hicks
357 14th Ave. S.W.
Largo, FL 33770

ARTICLES VII. INCORPORATOR

The name(s) and address(es) of the incorporator(s) is/are:

Douglas A. Hicks
357 14th Ave. S.W.
Largo, FL 33770

ARTICLE VIII. MANAGEMENT BY SHAREHOLDERS

This corporation shall not have more than 35 shareholders nor shall it have directors. The business affairs of the corporation and all the corporate powers shall be managed and exercised under the direction and authority of the shareholders.

ARTICLE IX. BY LAWS

The By-Laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
this 17th day of April, 1997.



DOUGLAS A. HICKS Incorporator

Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this
17th day of April, 1997, by
Douglas A. Hicks, who is/are personally
known to me or who has/have produced a driver's license,
as identification and who did (did not) taken an oath.



PATRICIA SHOEMAKER
COMMISSION # CC 425148
EXPIRES DEC 7 1998
D. SHOE-01148-01

Patricia Shoemaker
Notary Public
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for
FUN FOTO, INC.

at the place designated in the foregoing articles, name

357 14th Ave. S.W.
Largo, FL 33770

I HEREBY AGREE to act in this capacity, and to comply with
all Florida Statutes relative to the performance of my duties.

Dated this 17th day of April, 1997.

Douglas A. Hicks
REGISTERED AGENT
DOUGLAS A. HICKS

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TALLAHASSEE, FLORIDA