CONTACT: OFFICE USE ONLY (Document #) FILED 97 JUN 17 AM 8: 23 UCC FILING & SEARCH SERVICES, INC. (Requestor's Name) **526 EAST PARK AVENUE** (Address) TALLAHASSEE FL 32301 (904) 681-6528 OFFICE USE ONLY (City, State, Zip) (Phone #) CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Document #)22.50 ****122.50 (Corporation Name) (Corporation Name) (Document #) (Corporation Name) (Document #) Certified Copy Certificate of Status Mail Out Certificate of Good Stand Will Wait ARTICLES ONLY Photocopy ALL CHARTER DOCS NEW FILINGS. AMENOMENTS: Certificate of FICTITIONS NAME Profit Amendment NonProfit Resignation of R A, Officer/Director FICTITIOUS NAME STARCH Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger CORP SEARCH K.R. JUN 1 7 1997 OTHER FILINGS REGISTRATION/QUALIFICATION HOLD FOR Annual Report Fareign PICKUP BY Fictitious Name Limited Pertnership **UCC SERVICES** Name Reservation Reinstatement Tradamark

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

June 12, 1997

UCC FILING & SEARCH 526 EAST PARK AVENUE TALLAHASSEE, FL 32301

SUBJECT: FROZEN IN TIME, INC. Ref. Number: W97000013809

We have received your document for FROZEN IN TIME/INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The entity name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved entity. Names of administratively dissolved entities are not available for one year from the date of administrative dissolution unless the dissolved entity provides the Department of State with a notarized affidavit executed as required by section 607.0120, 617.01201, 608.5135 or 608.4482 Florida Statutes, permitting the immediate assumption or use of the name by another entity.

Simply adding "of Florida" or "Florida" to the end of a name does not constitute a difference.

When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 797A00031666

ARTICLES OF INCORPORATION

OF

FROZEN IN TIME PHOTOGRAPHY, INC.

ARTICLE I

Name

The name of the Corporation is: FROZEN IN TIME PHOTOGRAPHY, INC.

ARTICLE II

Duration

This Corporation shall have a perpetual existence, unless dissolved according to law, commencing on the date of filing.

ARTICLE III

Purpose

This Corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated.

ARTICLE IV

Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of ONE AND NO/100 DOLLARS (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V

Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is: 8646 Sheraton Drive, Miramar, Florida 33025 and the name of the initial registered agent of this Corporation at that address is: Robert Paterno.

ARTICLE VI

Principal Office

The principal office of the this Corporation is: 8646 Sheraton Drive, Miramar, Florida 33025.

ARTICLE VII

Initial Board of Directors

This Corporation shall initially have three (3) directors. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of each member of the initial Board of Directors of this Corporation are:



ARTICLE VIII

Incorporator

The name of the person signing these Articles is: Robert M. Paterno, who is located 8646 Sheraton Drive, Miramar, Florida 33025.

ARTICLE IX

Amendment

This Corporation reserves the right to amendor repeal any provision contained in these Articles of Incorporation, or any amendment to them, and any rights conferred upon the shareholders are subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 11th day of June, 1997.

Robert M. Paterno, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Robert M. Paterno, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he 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 11th day of June, 1997.

Notary Public

State of Florida at Large

ALAN B. FISHMAN

Print Name

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FROZEN IN TIME PHOTOGRAPHY, INC.

In compliance with Sections 607.034 and 48.091, Florida Statutes, the following is submitted:

PHOTOGRAPHY

First--That FROZEN IN TIME / INC., desiring to organize and qualify under the laws of the State of Florida, with its principal place of business at city of Miramar, State of Florida, has named Robert M. Paterno, 8646 Sheraton Drive, Miramar, Florida 33025, as its agent to accept service of process within the state of Florida.

Dated this 11th day of June, 1997.

Robert M. Paterno, Incorporator

97 JUN 17 AH 8: 23 SECRETARY OF STATE TALLAHASSEE, FLORID

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties.

Dated this 11th day of June, 1997.