8/28/97 FLORIDA DIVISION OF CORPORATIONS 13 18 PM

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305) 599-0839

FAX #: (305)716-0346

NAME: ELITE MOMENTS PHOTOGRAPHY, INC.

AUDIT NUMBER..... H97000014258

DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A.

CERT. DF STATUS...1

PAGES..... 3

CERT. COPIES.....0

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ARTICLES OF INCORPORATION OF

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Elite Moments Photography, Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation:

ARTICLE LNAME

The name of the corporation shall be: Elite Moments Photography, Inc.

The principal place of business of this corporation shall be:

6701 Fairway Cove Drive, Orlando, FL 37835

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1,000 having a par value of \$1.00.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

Eric Sox, 6701 Fairway Cove Drive, Orlando, FL 32835.

Prepared by:

Judy A. Schroeder 8888 Seminole Bivd. Seminole, FL 33772 (813) 398-2080 H97000014258

ARTICLE VLINCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Name; Eric Sox Office:
President,
Secretary

Address: 6701 Fairway Cove Drive Orlando, FL 32835

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of incorporation this 21st day of July, 1997.

Signature(s) of Incorporator(s)

H97000014258

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation: Elite Moments Photography, Inc.
- 2. The name and address of the registered agent and office is:

Eric Sox 6701 Fairway Cove Drive Orlando, FL 32835

SIGNATURE: En & Sur

TITLE: President

DATE: July 21, 1997

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 PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE:

DATE: 7/21/97