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Michael D. Arceneaux
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October 21, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation for The Picture World, Inc.

Dear Sir or Madame:

I have enclosed an original and one copy of the Articles of Incorporation for the above mentioned corporation. Also you will find a check in the amount of \$122.50 for the certificate of status, and registered agent designation.

Please send a certified copy of the articles of incorporation to the incorporator: Gisela Soykey at 918 N.E. 24th Lane Units 1 & 2. I am also requesting a copy for record keeping purposes be sent to my address as listed above.

Sincerely yours,

Michael D. Arceneaux

Michael D. Arceneaux
Accountant for The Picture World, Inc.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

For

The Picture World, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the Corporation shall be The Picture World, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

The Picture World, Inc.
918 N.E. 24th Lane Units 1 & 2
Cape Coral, Fl. 33909

ARTICLE III DURATION

The corporation shall commence upon filing its Articles of Incorporation and shall have a perpetual existence thereafter.

ARTICLE IV PURPOSE

The purpose for which the corporation is organized is the transaction of any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act, as the same may from time to time be amended.

ARTICLE V SHARES

The number of shares of stock that this corporation is

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TALLAHASSEE, FLORIDA

authorized to have outstanding at any one time is 1000 shares of no-par stock.

ARTICLE VI REGISTERED AGENT AND STREET ADDRESS

The registered agent of the corporation and the street address of its registered office is as follows:

Name	Address
Gisela Soyke	918 N.E. 24th Lane Units 1 & 2 Cape Coral, Fl. 33909

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Gisela Soyke
Gisela Soyke
Registered Agent

Date 10-22-97

ARTICLE VII DIRECTORS

The business and other affairs of this corporation shall be managed by a Board of Directors, which shall be elected by the shareholders and serve within the provisions as indicated in the Bylaws. The number of the members of the Board of Directors may be either increased or decreased from time to time by the Bylaws, but shall never be less than one (1). The Board of Directors shall initially have (one director.) The name and address of the initial Directors are as follows:

Gisela Soyke
918 N.E. 24th Lane Units 1 & 2
Cape Coral, Fl. 33909

The power to adopt, alter, amend or repeal bylaws shall be vested in both the Board of Directors and the Shareholders.

ARTICLE IX INCORPORATORS

The name and the address of the person signing these Articles of Incorporation is as follows:

Gisela Soyke
918 N.E 24th Lane Units 1 & 2
Cape Coral, Fl. 33909

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of October, 1997.

Gisela Soykey
Incorporator

Gisela Soyke

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