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CENTERSTAGE

Photography

P.O. BOX 567821 ORLANDO, FL 32856

T 407 292 2271

F 407 351 3514

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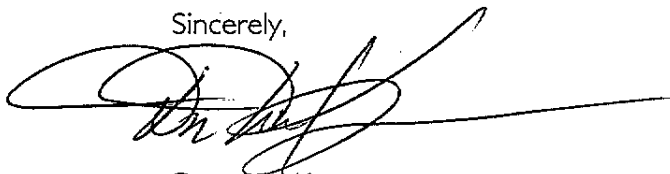
Secretary of State
State of Florida
Corporate Division
P.O. Box 6327
Tallahassee, FL 37301

Dear Sir:

Enclosed is an original and (1) copy of the Articles of Incorporate of CenterStage Photography Inc. For registration along with a check for \$122.50 to cover charter fee, etc.

Please return a certified copy to me.

Sincerely,



Doug DuKane

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CENTERSTAGE PHOTOGRAPHY, INC.

The undersigned incorporator, makes, subscribes, acknowledges and files with the Department of State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is CenterStage Photography, Inc.

ARTICLE II
TERMS OF EXISTENCE

This corporation shall commence as of the date of filing of these Articles of Incorporation with the Secretary of State and shall have perpetual existence.

ARTICLE III
NATURE OF BUSINESS

The purpose for which this corporation is organized is to engage in and transacting any and all lawful business for which corporations may be incorporated under the laws of the United States of America and of this State.

ARTICLE IV CAPITAL STRUCTURE

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock. Each of the said shares of stock shall entitle the holder thereof to one (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property or in labor and services at a fair evaluation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable.

ARTICLE V INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The initial registered agent of this corporation shall be Doug DuKane. The street address of the initial registered office of this corporation is 1647 Poe Ave, Orlando, FL 32806. The initial principal place of business of this corporation at the mailing address is 1647 Poe Avenue, Orlando, FL 32806. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE VI BOARD OF DIRECTORS

There shall be a Board of Directors for this corporation that shall consist of not less than one (1). Except the number consulting the initial Board of Directors, the number of Directors shall be decided by resolution of the shareholders.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The name and street address of the member of the Initial Board of Director of this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the shareholders or until their successors are elected and qualified, or until their resignation, removal from office or death is:

NAME

STREET ADDRESS

Doug DuKane

1647 Poe Ave. Orlando, FL 32806

ARTICLE VIII
INCORPORATOR

The name and street address of the incorporator is:

NAME

STREET ADDRESS

Doug DuKane

1647 Poe Ave. Orlando, FL 32806

ARTICLE IX
BY LAWS

The powers to adopt, alter amend, or repeal bylaws shall be vested in the Board of directors or shareholders.

ARTICLE X
INDEMNIFICATION

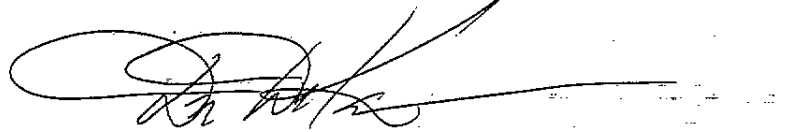
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI
PRE-EMPTIVE RIGHTS

Every shareholder, upon sale of any new stock of this corporation, shall have the right to purchase his prorata share thereof (as nearly as may be done without the issuance of fractional shares) at the price that is offered to others.

ARTICLE XII
AMENDMENT OF ARTICLES OF INCORPORATION

These Article of Incorporation may be amended anytime by a resolution adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten(10) days' written notice is given to each Director, of the time and place of the meeting and purpose thereof. Any amendment of these articles of Incorporation so made must me approved by a majority vote of the shareholders of the corporation.

A handwritten signature in black ink, appearing to read 'Doug DuKane', is written over a horizontal line.

Doug DuKane

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

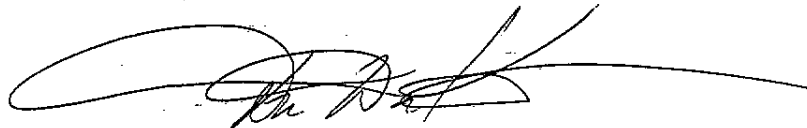
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

CenterStage Photography, Inc. Desiring to organize or qualify under the laws of
the State of Florida, with its principal place of business in the City of Orlando,
State of Florida, has named Doug DuKane 1647 Poe Ave, Orlando, FL 32806,
as agent to accept service of process within the State of Florida.

ACKNOWLEDGEMENT:

Having been named to 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.



Registered Agent

12-30-97

Date