

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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CLERK OF STATE  
DIVISION OF CORPORATIONS

98 JAN 12 PM 1:36

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BS Brown Photography  
Inc.

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Signature \_\_\_\_\_

Requested by: AS

Name \_\_\_\_\_

Date 1/12

Time 9:54

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

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ARTICLES OF INCORPORATION

FOR

BJ BROWN PHOTOGRAPHY, INC.

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OFFICE OF CORPORATIONS

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The undersigned subscribers to these Articles of Incorporation, being natural persons competent to contract, hereby, for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

**ARTICLE I**

**NAME** The name of the corporation shall be **BJ BROWN PHOTOGRAPHY, INC.**

**ARTICLE II**

**NATURE OF BUSINESS** The general nature of the business to be transacted by this corporation is:

1. To engage in the business of photography.
2. To conduct business in, having one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real property and personal property, including franchises, patents, copyrights, trademarks, and licenses in the State of Florida and all other states and countries.
3. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes, and other evidences of indebtedness, and execute such mortgages, or transfers of corporate indebtedness as required.
4. To purchase the corporate assets of any other corporation engaged in same or other character of business.
5. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of capital stock or, of any bond securities, or other evidence of indebtedness created by this or any other corporation of the State of Florida or any other state or government, and while owner of such stock exercise all rights, powers, and privileges of ownership, including the right to vote such stock.
6. To engage in professional photography.
7. To engage in any other lawful activity or business permitted under the laws of the State of Florida and of the United States of America.

### **ARTICLE III**

**CAPITAL STOCK** The maximum number of shares of stock this corporation is authorized to have outstanding at any time is 7,000 shares of common stock at a par value of One Dollar (\$1.00) per share.

### **ARTICLE IV**

**INITIAL CAPITAL** The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

### **ARTICLE V**

**TERM OF EXISTENCE** The corporation is to exist perpetually.

### **ARTICLE VI**

**ADDRESS** The initial address of the principal offices of the corporation is 2935 Algonquin Avenue, Jacksonville, Florida, 32210. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

### **ARTICLE VII**

**DIRECTORS** The corporation shall have one (1) Director initially. The number of Directors may be increased or decreased from time to time By-Laws adopted by the stockholders, but shall never be less than one (1).

### **ARTICLE VIII**

**BOARD OF DIRECTORS** The name and address of the member of the first Board of Directors to serve for the first year or until otherwise replaced according to the By-Laws adopted by the stockholders are:

BJ Brown  
2935 Algonquin Avenue  
Jacksonville, FL 32210

### **ARTICLE IX**

**SUBSCRIBER** The name and address of the subscriber to these Articles of Incorporation is BJ Brown, 2935 Algonquin Avenue, Jacksonville, Florida, 32210.

### **ARTICLE X**

**REGISTERED AGENT AND REGISTERED ADDRESS** Howard M. Rosenblatt, Esquire, whose address is 2830 NW 41st Street, Suite J, Gainesville, Florida, 32606-6667, is authorized to serve as

the initial registered agent of the corporation to accept service of process as resident agent of the corporation.

#### ARTICLE XI

**PRE-EMPTIVE RIGHTS** Each shareholder of this corporation shall have a pre-emptive right to purchase additional shares of the corporation at any such time as the same are offered for sale by the corporation.

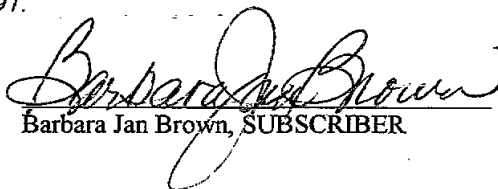
#### ARTICLE XII

**BY-LAWS** The stockholders shall be authorized to adopt By-Laws, including therein the following provisions; replacement of lost or destroyed stock certificates; for a lien upon the stock for stockholders' indebtedness to the corporation; that such By-Laws are not to be inconsistent with the laws of the State of Florida; that the By-Laws can be amended by the stockholders of this corporation; and a provision that, by a stockholders' agreement or by By-Laws, the corporation may restrict the transfer or encumbrance of any and all the stock.

#### ARTICLE XIII

**AMENDMENTS** These Articles of Incorporation may be amended in the manner provided by law. Each amendment shall be proposed by the Stockholders and approved by a stockholders meeting by a majority entitled to vote thereon unless stockholders sign a written statement manifesting their intent that certain Amendments of the Articles of Incorporation be made.

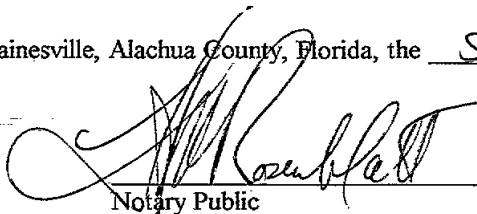
IN WITNESS WHEREOF, the undersigned has executed these Article of Incorporation on this 5<sup>th</sup> day of November, 1997.

  
Barbara Jan Brown, SUBSCRIBER

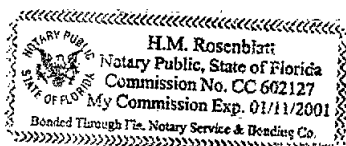
State of Florida  
County of Alachua

BEFORE ME, the undersigned authority personally appeared **Barbara Jan Brown**, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she signed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and seal at Gainesville, Alachua County, Florida, the 5<sup>th</sup> day of November, 1997.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:



CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED.

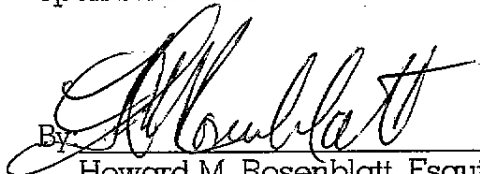
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In pursuance of Chapter 48.091, Florida Statutes, the following is  
submitted, in compliance with said Act:

First - B J Brown Photography, Inc., desiring to organize under the laws of  
the State of Florida with its principal office, as indicated in the Articles of  
Incorporation at City of Gainesville, County of Alachua, State of Florida, has  
named Howard M. Rosenblatt, Esq. of 2830 NW 41<sup>st</sup> Street, Suite J., City of  
Gainesville, County of Alachua, State of Florida, as its agent to accept service  
of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated  
corporation, at place designated in this certificate, I hereby accept to act in this  
capacity, and agree to comply with the provision of said Act relative to keeping  
open said office.

By   
Howard M. Rosenblatt, Esquire  
Resident Agent

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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