

P 9800036540

Paul A. Prewitt
503 Glenview Blvd
Daytona Beach, 32118

April 20, 1998

Secretary of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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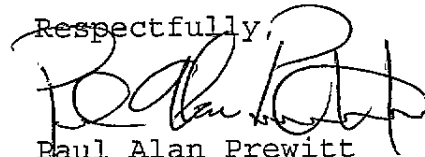
Dear Sir or Madam:

Enclosed find the original and one copy of the Articles of Incorporation of **FLORIDA FILM & PHOTO, INC.**

Also find enclosed a check made payable to the Secretary of State in the amount of \$122.50 which includes the statutory filing fee, registered agent filing fee, and cost of a certified copy of the articles. Please send the certified copy to me at the above address.

Your assistance in establishing the corporation to be known as **FLORIDA FILM & PHOTO, INC.** is appreciated.

Respectfully,



Paul Alan Prewitt
Registered Agent

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF

FLORIDA FILM & PHOTO, INC.

We, THE UNDERSIGNED, natural persons of legal age, acting as incorporators of a corporation under the laws of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE ONE

The name of the corporation is **FLORIDA FILM & PHOTO, INC.**

ARTICLE TWO

The period of duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is to produce photos, films, videos and television programs for the general public and any other lawful business activity for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is **100** shares of common stock having no par value or amount of par value each.

ARTICLE FIVE

The corporation will not commence business until at least **ONE HUNDRED DOLLARS** (\$100.00) have been received by it as consideration for the issuance of shares.

ARTICLE SIX

Provisions for the regulation of the internal affairs of the corporation are governed by the bylaws which shall be adopted by a majority of directors.

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ARTICLE SEVEN

The address of the initial registered office of the corporation is 503 Glenview Blvd, Daytona Beach, Florida, 32118 and the name of its initial registered agent at such address is **PAUL PREWITT**, who by his signature states that he is familiar with and accepts the duties and responsibilities as registered agent for this corporation.

ARTICLE EIGHT

The address of the principal place of business is 503 Glenview Blvd, Daytona Beach, FL, 32118.

ARTICLE NINE

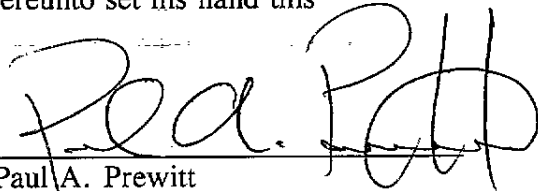
The number of directors constituting the initial board of directors of the corporation is **TWO**. This number may be changed from time to time but may never be less than one. The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME	ADDRESS
Paul Alan Prewitt	503 Glenview Blvd. Daytona Beach, FL 32118
Helen M. Prewitt	9 Big Bear Path Ormond Beach, FL 32174

The name and address of each incorporator is:

NAME	ADDRESS
Paul A. Prewitt	503 Glenview Blvd. Daytona Beach, FL 32118

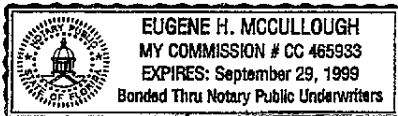
IN WITNESS WHEREOF, the incorporator has hereunto set his hand this 20th day of April 1998.

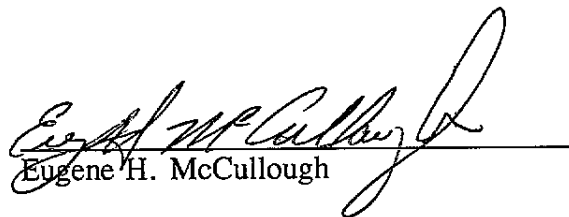

Paul A. Prewitt

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, duly authorized under the laws of the State of Florida to administer oaths and take acknowledgements, this day personally appeared **PAUL A. PREWITT** to me well known and known to me to be the persons who subscribed to and signed the above and foregoing Certificate of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 20th day of April 1998.




Eugene H. McCullough

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

IN COMPLIANCE WITH SECTIONS 48.091 AND 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

First that **FLORIDA FILM & PHOTO, INC.** with its place of business at 503 Glenview Blvd, Daytona Beach, FL 32118, has named Paul A. Prewitt, whose address is 503 Glenview Blvd, Daytona Beach, FL 32118, as Registered Agent.

Having been named to accept service of process for the above stated organization, 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 obligations of Sections 48.091 and 607.325 Florida Statutes.


PAUL A. PREWITT, Registered Agent

DATED: April 20, 1998

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