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Law Offices of
RICHARD SPICE WHEELER, ESQ.

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May 8, 1998

VIA FEDERAL EXPRESS

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-05/11/98-01135-009
****122.50 ****122.50

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Photograms, Inc.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 representing the fees for filing and a certified copy.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Thank you for your assistance in this matter.

Sincerely,



Richard Spice Wheeler

RSW:ld
STAT0508 LTR
enclosures

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**ARTICLES OF INCORPORATION
OF
PHOTOGRAMS, INC.**

**ARTICLE I.
CORPORATE NAME.**

The name of this corporation is Photograms, Inc.

**ARTICLE II
PRINCIPAL OFFICE.**

The principal place of business of this corporation is at 114 Candlewick Road, Altamonte Springs, Florida 32714, and the mailing address of this corporation is P. O. Box 162283, Altamonte Springs, Florida 32716-2283.

**ARTICLE III
CAPITAL STOCK.**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of \$1.00 par common stock.

**ARTICLE IV
INITIAL REGISTERED AGENT AND OFFICE.**

The name and address of the initial registered agent are Richard Spice Wheeler, Esquire, One North Rosalind Avenue, Suite 201, Orlando, Florida 32801.

**ARTICLE V
INCORPORATORS.**

The name and street address of the incorporator(s) to these articles of incorporation are Richard Spice Wheeler, Esquire, One North Rosalind Avenue, Suite 201, Orlando, Florida 32801.

**ARTICLE VI
PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of the Corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

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DIVISION OF CORPORATIONS
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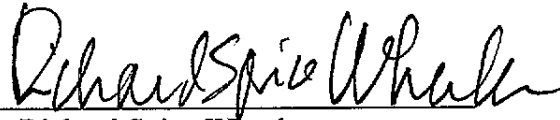
ARTICLE VII
INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee (or any former officer, director or employee) of the Corporation to the fullest extent permitted by law.

ARTICLE VIII
AMENDMENT

The Corporation reserves the right to amend or repeal any provision of these Articles of incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles of Incorporation on this 8th day of May, 1998.



Richard Spice Wheeler
Incorporator

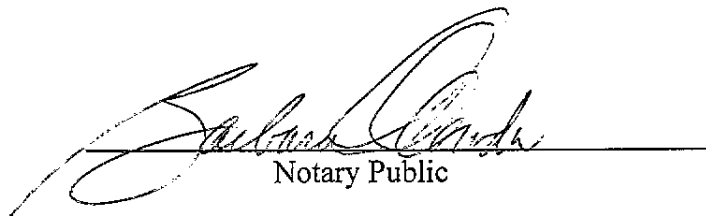
STATE OF FLORIDA
COUNTY OF ORANGE

Before me, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared RICHARD SPICE WHEELER, who is

- ☒ personally known by me, or
☐ produced the following identification

and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and official seal in the State and County above, this 8th day of May, 1998.



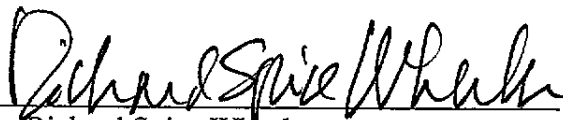
Notary Public

**CERTIFICATE DESIGNATING REGISTERED AGENT
AND PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, AND
ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48,091 and 607.034, Florida Statutes, the following is submitted;

PHOTOGRAMS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business located at 114 Candlewick Road, Altamonte Springs, Florida 32714, has named RICHARD SPICE WHEELER, ESQ., whose office address is One North Rosalind avenue, Suite 201, Orlando, Florida 32801, as its agent to accept service of process within the State of Florida.

Dated this 8th day of May, 1998.


Richard Spice Wheeler
as Incorporator

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Having been named the agent to accept service of process for the above 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 performance of my duties.


Richard Spice Wheeler
as Registered Agent