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TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314		•	polog	002627 08/28/980 ******70.00	3 40 —-9 1027014 *****70.00		
SUBJECT: , OUR	Best I	MAGE I	nc.	,			
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Enclosed is an original and one (1) copy of the articles of incorporation and a check							
for:	\$78.75	\$122.50 Filing Fee & Certified Copy	\$131.25 Filling Fee, Certified Copy & Certificate		•		
FROM:	GENE MCDOWELL Name (Printed or typed) 4141 W. WATERS AVE 8						
	Address						
		FL 33614	<u> </u>	28	FRE S		
City, State & Zip					: 230 200		

NOTE: Please provide the original and one copy of the articles.

FILED SECRETARY OF STATE SEVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION

OF

ARTICLE I

CORPORATE NAME

The name of the corporation shall be YOUR BEST IMAGE, INC.

ARTICLE II

DURATION

The corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE III

NATURE OF BUSINESS

The general nature of the business to be transacted shall be photography and any and all related services, as well as any other business or activities permitted under the laws of the United States or of the State of Florida.

ARTICLE IV

CORPORATE POWERS

The corporation shall have the power to:

- 1. Sue, and be sued, and appear and defend in all actions and proceedings in its corporate name, to the same extent as a natural person.
- Adopt and use a common corporate seal, and to alter the same, if deemed necessary.
- 3. Appoint such officers and agents as its affairs shall require, and to allow them suitable compensation.
- 4. Adopt, change, amend, and repeal By-Laws for the corporation, not inconsistent with its Articles of Incorporation, for the exercise of its affairs and property, and the transfer on its records of its shares of stock or other evidence of ownership of the corporation, and the calling and holding of meetings of its shareholders, officers and directors.
- 5. Make and enter into all contracts necessary and proper for the conduct of business.
- 6. Acquire, utilize and dispose of patents, copyrights, trademarks, and other licenses or rights or interest as it pertains to its business.
- 7. Take, hold, sell and convey such property, real or otherwise as may be necessary in order to obtain and secure payments of any indebtedness or liability to it.

- 8. Do all things and perform all acts necessary and proper for the accomplishment of the purposes stated in these articles, or necessary or incidental to the objectives of the corporation, and to have and exercise all powers of any nature whatsoever permitted of conferred by law upon corporations in general.
- 9. To establish retirement and/or pension and/or profit sharing plans for the benefit of the corporate directors, officers and employees.

ARTICLE V

INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than One Thousand Dollars (\$1,000.00).

ARTICLE IV

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have issued and outstanding at any time is one thousand (1,000) shares of common stock, each with a nominal par value of one dollar (\$1.00) per share. The price to be paid for each share of stock shall be determined by the Board of Directors of the corporation.

ARTICLE VII

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PRINCIPAL BUSINESS OFFICE

The initial business office of the corporation shall be 3824 W. Sligh Avenue Tampa, Fl. 33614

ARTICLE VIII

REGISTERED AGENT AND OFFICE

The initial registered agent an registered office of the corporation shall be

JONATHAN M. WOOD 3824 W. Sligh Avenue Tampa, Fl. 33614

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The number of directors may be increased and decreased from time to time but shall never be less than two (2) nor more than five (5).

The names and addresses of the initial directors of the corporation are:

Jonathan M. Wood

3824 W. Sligh Avenue Tampa, Fl. 33614

John Mulrooney

312 Lake Placid Court Oldsmar, Fl. 34677

ARTICLE X

SUBSCRIBERS

The names and addresses of the subscribers to these articles of incorporation is

John Mulrooney 50%

312 Lake Placid Court Oldsmar, Fl. 34677

Jonathan M. Wood 50%

3824 W. Sligh Avenue Tampa, Fl. 33614

ARTICLE XI

INFORMAL ACTION OF DIRECTORS

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, then such action shall be as valid as though it had been authorized at a meeting, duly called, of the Board of Directors of the corporation.

ARTICLE XII

INDEMNIFICATION

The corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by law.

ARTICLE XIII

BY-LAW AMENDMENT

The power to adopt, amend, or repeal the By-Laws of the corporation shall be vested in the Board of Directors.

ARTICLE XIV

AMENDMENT OF ARTICLES

The corporation reserves the right to amend, alter, change or repeal any provisions of these Articles of Incorporation, or any amendment hereto, and any rights conferred upon the shareholders of the corporation are subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation for the purposes herein expressed.

Susa MeDoneele WITNESS WITNESS	2 		John Mulioning
STATE OF FLORIDA)	aa.	
COUNTY OF HILLSBÖROUGH)	ss:	

BEFORE ME, the undersigned authority, personally appeared

Town Mulkowey and Jonathan M. Wood

who is either to me <u>personally known</u> or presented valid identification as indicated below and to me known to be the person(s) described as subscriber(s) in and who executed the foregoing Articles of Incorporation, and acknowledged before me that subscribed to those Articles of Incorporation.

WITNESS my hand and official seal is hereby affixed, this 10 day of lngust, 1998.

Musene Moonell_

IDENTIFICATION:

CERTIFICATE DESIGNATING REGISTERED AGENT AND AGENT FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA

In compliance with Sections 48.091 and 607.0501, Florida State Statutes, the following is submitted:

YOUR BEST IMAGE, INC. with its corporation office located at 3824 W. Sligh Avenue Tampa, Fl. 33614 has designated JONATHAN M. WOOD as its registered agent to accept service of process within the State of Florida.

I, JONATHAN M. WOOD having been named to accept service of process for the above named corporation, do hereby accept and agree to comply with the provisions of the statutes relative to the performance of my duties as registered agent.

Dated:

JONATHAN M. WÖOD

ONVISION OF CORPORATION