

P98000085596

CAPITAL CONNECTION, INC.

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

First Picture, Inc

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*****78.75 *****78.75

☒ 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 I or 3 File _____

____ UCC II Search _____

____ UCC II Retrieval _____

____ Courier _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -6 PM 1:54

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

DIVISION OF CORPORATIONS

9-10086

RECEIVED

UCC II Search

UCC II Retrieval

Courier

OCT - 6 1998

ARTICLES OF INCORPORATION

OF

FIRST PICTURE, INC.

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ARTICLE I - Name

The name of this corporation is FIRST PICTURE, INC., having its principal place of business at 7601 - 38th Avenue North, St. Petersburg, Florida 33710.

ARTICLE II - Purpose

1. This corporation is organized for the purpose of transacting any and/or all lawful business including, but not limited to, conducting the specific business of photography of children and adults, including reproduction on the Internet.

2. To act on its own behalf in all legal or equitable proceedings or suits.

3. To acquire, hold, use, deal in, encumber, dispose of property, real or personal, and any interest therein.

4. To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

5. To purchase the corporate assets of any other corporation and engage in the same or other character of business.

6. To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

7. To enter into, make, perform, and carry out contracts and agreements of every kind, for any lawful purposes, with limit as to amount, with any person, firm, association, or corporation; and to transact any further and other business necessarily connected with the purposes of this corporation, or calculated to facilitate the same.

8. To carry on any or all of its operation and businesses and to promote its objects within the State of Florida or elsewhere, without restriction as to place or amount; and to have, use, exercise and enjoy all of the general powers of like corporations.

9. To do any or all of the things herein set forth to the same extent as natural persons might or could do, in any part of the world as principals, agents, contractors, or otherwise, alone, or any company with others, and to do and perform all such other things and acts as may be necessary, profitable, or expedient in carrying on any of the business or acts above named.

10. The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in any way limited or restricted by reference to or inference from the terms of any other objects, powers or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in the Article shall be regarded as independent objects and powers.

ARTICLE III - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding any time shall consist of 10,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - Initial Registered Office and Agent

The name of the original registered agent and the street address of the initial registered office of this corporation is:

LARRY D. GOLDSTEIN
7601 - 38th Avenue North
St. Petersburg, FL 33710

ARTICLE V - Initial Board of Directors

This corporation shall have TWO (2) Director(s) initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial Director(s) of this corporation are:

LARRY D. GOLDSTEIN 7601 - 38th Avenue North
St. Petersburg, FL 33710

DARRIN L. GOLDSTEIN 4546 Burlington Avenue North
St. Petersburg, FL 33713

ARTICLE VI - Incorporator

The name and address of the person signing these Articles is:

LARRY D. GOLDSTEIN
LARRY D. GOLDSTEIN, P.A.
7601 - 38th Avenue North
St. Petersburg, FL 33710
(813) 384-2111

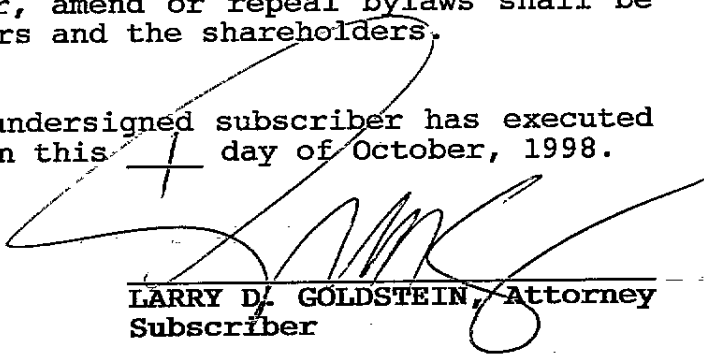
ARTICLE VII - Duration

This corporation shall have perpetual existence.

ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1 day of October, 1998.


LARRY D. GOLDSTEIN, Attorney
Subscriber

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article IV, 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.


LARRY D. GOLDSTEIN

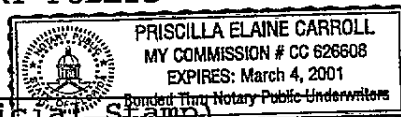
Date: 10/1/98, 1998

STATE OF FLORIDA :
COUNTY OF PINELLAS :

THE FOREGOING INSTRUMENT acknowledged before me this 1st day of October, 1998, by LARRY D. GOLDSTEIN, the individual described herein as Incorporator/Subscriber and Resident Agent, and who acknowledged before me that the Articles were executed for the purposes therein expressed and (☒) who is personally known to me or who has produced: (☐) Driver's License (☐) Passport (☐) Social Security Card (☐) Other _____ as identification.


NOTARY PUBLIC

My Commission Expires:



(Official Stamp)

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