

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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WALK IN

PICK UP

10/28/98 11:00 NT (C)

EFFECTIVE DATE

10/27/98

☒ **CERTIFIED COPY**

X **CUS** gs

PHOTO COPY

X **FILING** Articles

1.) Photogenic Photogenic Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
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4.) _____
(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

10.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
98 OCT 28 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA CORPORATION
PHOTOGENIC PHOTOGENIE INC.

ARTICLES OF INCORPORATION

The undersigned hereby make, subscribe and acknowledge these Articles of Incorporation in order to organize and incorporate a business for profit under the laws of the State of Florida Statutes, Chapter 607.

RECEIVED DATE
10/27/98

ARTICLE I - NAME

The name of the corporation is PHOTOGENIC PHOTOGENIE INC.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business is to provide reprographic work-enhanced photographs to individuals and business.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

ARTICLE III - DURATION & EXISTENCE

The duration of this corporation shall be perpetual. Corporate existence shall commence immediately upon the subscription and acknowledgment herein to be followed by the filing of the Articles of Incorporation to the Department of State within the five days as allowed by Florida Statute 607.167.

ARTICLE IV - CAPITAL

The amount of Capital with which this corporation will begin business shall be not less than Five Hundred Dollars, (\$500.00).

ARTICLE V - ADDRESS

The initial street address in Florida of the principal office is: 13888 U S Hwy One, Juno Beach, FL 33408.

ARTICLE VI - POWER

The Corporation may engage in any activity or business permitted under the laws of the United States and shall have the general powers enumerated in 607.011 of the Florida General Corporation Act which Section is incorporated by reference as if fully set forth herein.

ARTICLE VII - CAPITAL STOCK

The aggregate number of shares which the corporation shall have authority to issue is 7,500 of par value of one dollar (\$1.00).

ARTICLE VIII - DIRECTORS, OFFICERS AND SUBSCRIBERS

The number of directors constituting the initial board of directors is one, and the name and address of the person to serve as the director until the first annual meeting of the shareholders or until successors are elected or qualified is:

Warren Matz
13888 U S Hwy One
Juno Beach, FL 33408

ARTICLE IX - REGISTERED AGENT

Pursuant to 607.034 Florida Statutes, the undersigned designed designate as its Registered Agent the below to accept service of process: Warren Matz

13888 U S Hwy One
Juno Beach, FL 33408


ARTICLE X - GENERAL

A. Unless otherwise stated in the By-laws, every stockholder who has the right to vote, shall have the right to vote in person or by proxy.

B. Unless otherwise provided in the By-laws, no stockholder shall have a pre-emptive right to purchase his/her pro rata share of new stock.

C. Unless otherwise provided in the By-laws, cumulative voting shall not be permitted.

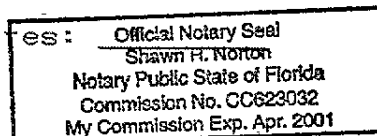
IN WITNESS WHEREOF, the undersigned being the Incorporator of PHOTOGENIC PHOTOGENIE INC. Under 607.161 and subscribing to their respective shares of Common Stock \$1.00 par value, have made and subscribed these Articles of Incorporation at Juno Beach, Palm Beach County, Florida, 33408. With the Articles of Incorporation consisting of three pages, this being the second.


Warren Matz
13888 U S Hwy One
Juno Beach, FL 33408

STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

SWORN TO AND SUBSCRIBED before me this 27th day of Oct., 1998. --

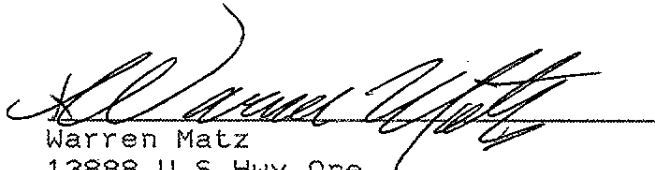

Notary Public
My commission expires:



CERTIFICATE OF REGISTERED AGENT


RE: PHOTOGENIC PHOTOGENIE INC.

Pursuant to Article IX of the Articles of Incorporation of PHOTOGENIC PHOTOGENIE INC. and in accordance with Florida Statute 607.034 Registered Agent, the undersigned accepts the appointment as Registered Agent of Said Corporation for service of process and as prescribed by Florida Law.


Warren Matz
13888 U S Hwy One
Juno Beach, FL 33408
(561) 624-7766

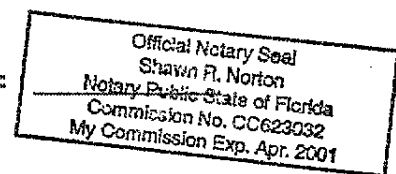
STATE OF FLORIDA)
) SS
COUNTY OF PALM BEACH)

SWORN TO AND SUBSCRIBED before me this 27th day of
Oct., 1998.



NOTARY PUBLIC

My commission expires:



FILED
98 OCT 28 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FL 32304