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TRANSMITTAL LETTER

FILED

99 JAN 14 AM 11:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/14/99--01040--016

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

SUBJECT:

NATURALLY PHOTOGRAPHY, INC.
(Proposed corporate name - must include suffix)

EFFECTIVE DATE

2-1-99

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

CASIE L. DENMAN

Name (Printed or typed)

6544 BRADEMERE RD. SOUTH

Address

JACKSONVILLE, FL 32211

City, State & Zip

(904) 744-1133

Daytime Telephone number

P. Hall

JAN 19 1999
(5)

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

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:
Naturally Photography, Inc.

ARTICLE II - NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is:

To engage in services and activities associated with studio and on-location photography in the public and private sector.

To engage in any other lawful business, to purchase, or otherwise acquire, and to sell, import, export, distribute and deal in goods, wares, services merchandise and materials of any kind and description under the laws of the State of Florida and in all other states and countries.

To conduct said business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and license in the State of Florida and in all other states and countries.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidence of indebtedness, and execute such mortgages and transfers of corporate indebtedness as required.

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

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

The forgoing purposes and activities will be interpreted as examples only and not as limitations, and nothing therein shall be deemed as prohibiting the corporation from engaging in any lawful act or activity for which a corporation may be organized under the General Corporation laws of the State of Florida.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares at no par value.

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ARTICLE IV - PREEMPTIVE RIGHT

Holders of the common stock shall have the right to subscribe and purchase their pro rata shares of any new common stock which may be issued by the corporation.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - PRINCIPAL OFFICE

This principal place of business and mailing address of the corporation shall be:

6544 Brandemere Road South
Jacksonville, Florida 32211

ARTICLE VII - INITIAL REGISTERED AGENT AND ADDRESS

The name and Florida address of the initial registered agent is:

Casie L. Denman
6544 Brandemere Road South
Jacksonville, Florida 32211

ARTICLE VIII - DIRECTORS

This corporation shall not have more than two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the shareholders.

ARTICLES IX - INITIAL DIRECTORS AND OFFICERS

The name(s) and address(es) of the Initial Director(s) and Officer(s) is/are:

Casie L. Denman, Pres/Sec
6544 Brandemere Road South
Jacksonville, Florida 32211

Gary Denman, VP/Tres
6544 Brandemere Road South
Jacksonville, Florida 32211

ARTICLE X - INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporations is:

Casie L. Denman
6544 Brandemere Road South
Jacksonville, Florida 32211

ARTICLES XI - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at the stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the Directors and all of the stockholders sign a written statement manifesting their intention that certain amendment to these Articles of Incorporation be made.

ARTICLE XII - EFFECTIVE DATE

The effective starting date of this corporation shall be:

February 1, 1999

Cassie L. Denman
Signature/Incorporator

1/11/99
Date

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Cassie L. Denman To me know to the person described as subscribed in and executed the foregoing Articles of Incorporation, and acknowledged before me that he/she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above on this the 11th Day of January, 1999.

My Commission Expires:

Wilma A. Rhodes
Notary Public



Wilma A. Rhodes
MY COMMISSION # CC766615 EXPIRES
August 11, 2002
BONDED THRU TROY FAIR INSURANCE, INC.

***CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE***

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is Naturally Photography, Inc.

The name and address of the registered agent and office is:

Casie L Denman
(Name)
6544 Brandemere Road South
(P.O. Box or Mail Drop Box Not Acceptable)
Jacksonville, Florida 32211
(City/State/Zip)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Casie L. Denman
(Signature)

1/11/99
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314