

P99000022586

A & A LEGAL SERVICE

Alice J. Byrd
Certified Legal Assistant
1212 Pineway Drive
West Palm Beach, FL 33417
561-683-3831

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

Re: Times of Your Life Video Albums, Inc.

Enclosed is an original and one copy of Articles of Incorporation and a check for \$70.00 for the filing fee.

Please return the photocopy to me with the filing date stamped on it.

Alice Byrd, CLA

600002797736--6
-03/08/99-01105-009
*****70.00 *****70.00

FILED
99 MAR -8 AM 10:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RMC
3/11/99

**ARTICLES OF INCORPORATION
OF
TIMES OF YOUR LIFE VIDEO ALBUMS, INC.**

FILED

99 MAR -8 AM 10:43

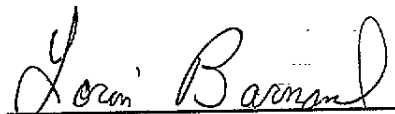
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation shall be: Times of Your Life Video Albums, Inc.
2. The principal place of business and mailing address of the corporation is:
262 Ponce de Leon Street, Royal Palm Beach, Florida 33411.
3. The corporation shall have the authority to issue 500 shares of stock.
4. The registered agent of the corporation is Lorin Barnard and the registered street address is 262 Ponce de Leon Street, Royal Palm Beach, Florida 33411.
5. The initial Board of Directors shall have two members whose names and addresses are as follows: Lorin Barnard and Donna Barnard, 262 Ponce de Leon Street, Royal Palm Beach, Florida 33411.

The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

6. The incorporator of this corporation is Lorin Barnard whose street address is 262 Ponce de Leon Street, Royal Palm Beach, Florida 33411.

Dated March 5, 1999.



Lorin Barnard - Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named registered agent 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 am familiar with and accept the obligations of my position as registered agent.

Dated: March 5, 1999



Lorin Barnard - Registered Agent