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Return to:

Lasky, Bigge & Rodriguez, P.A.  
315 NE Third Avenue - *2nd floor*  
Ft. Lauderdale, FL 33301

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-08/23/99--01142--016  
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August 20, 1999

Clerk  
Division of Corporations  
Florida Department of State  
P.o. Box 6327  
Tallahassee, FL 32314

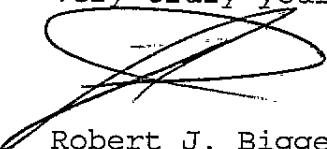
re: PHOTO EXPRESSIONS BY SASSOON, INC.

Dear Sir or Madam Clerk:

Enclosed please find original Articles of Incorporations and Certificate of Registered Agents, and filing charges. After incorporation, kindly forward the documents to my office.

If you have any questions please do not hesitate to contact my office.

Very truly yours,

  
Robert J. Bigge, Jr.

RJB/vl

encl.

FILED  
99 AUG 23 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION  
OF  
PHOTO EXPRESSIONS BY SASSOON, INC.

FILED  
99 AUG 23 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, hereby forms this corporation under the Laws of the State of Florida.

Article I-Corporate Name:

PHOTO EXPRESSIONS BY SASSOON, INC..

Article II- Duration

This corporation shall exist perpetually unless dissolved according to Florida Law.

Article III-Purpose

The corporation is organized for purpose of engaging in any business or activity permitted under the laws of the State of Florida and the United States.

Article IV-Capital Stock

The Corporation is authorized to issue 5000 shares of common stock of \$1.00 par value, which shall be designated "Common Stock."

Article V-Initial Registered Agent and Office

BEVIL S. BODDEN  
6106 Miramar Parkway  
Miramar, FL 33023

Article VI-Principal Mailing Address of Corporation

6106 Miramar Parkway  
Miramar, FL 33023

Article VII-Initial Board of Directors

This corporation shall consist of one director initially, but shall never have less than one. The names of the initial directors are:

Bevil S. Bodden

Article VIII-Incorporators

The name and address of the incorporator signing these Articles of Incorporation is:

Bevil S. Bodden  
6106 Miramar Parkway  
Miramar, FL 33023

Signed: Bevil S. Bodden

Bevil S. Bodden

State of Florida  
County of Broward

Before me a Notary Public authorized to take acknowledgments in the State and County set forth above, appeared Bevil S. Bodden, personally known to me or produced identification, Drivers License, who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

I hereby affix my hand and seal, in the State and County aforesaid this 10th day of August, 1999.

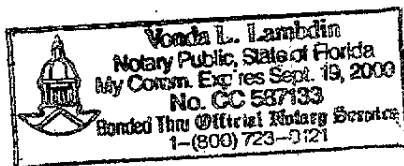
Vonda L. Lambdin

Vonda L. Lambdin

Signature of Notary

Printed Name of Notary

My commission expires: 9-19-00



CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT  
OF  
PHOTO EXPRESSIONS BY SASOON, INC.

Pursuant to Florida Statute Section 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:


6106 MIRAMAR PARKWAY  
MIRAMAR, FL 33023

has named: BEVIL S. BODDEN

located at the aforesaid address, as its Registered Agent to accept service of process within the State.

Acknowledgement:

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



Registered Agent

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99 AUG 23 AM 11:48  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA