

QUALITY CAMERA COMPANY

DP

87-23918

FORM 140

OFFICE OF
STATE SECRETARY

STATE OF GEORGIA
DEPARTMENT OF REVENUE

April 3, 1992

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Drive
Atlanta, Georgia 30334-1530

Re: Reinstatement of Quality Camera Company

Dear Sir/Madam:

Enclosed please find two completed original applications for reinstatement of Quality Camera Company which was administratively dissolved by your office on 1/9/92. Also enclosed is our check in the amount of \$119.00 which represents the filing fee and the total annual fee, and penalties due.

Please confirm this reinstatement to me at the above address.

Thank you for your assistance in this matter. Please contact me if you have any questions.

Sincerely,

William F. Brogdon
William F. Brogdon

WFB/ajr
Enclosure

J. P. GILSON
Director

WILLIAM F. DE GUN
5885 JIMMY CARTER BLVD
STE 140

RESERVATION NUMBER: 920690654
CONTROL NUMBER: 8723918
DAY DISSOLVED: 01/09/1992
TELEPHONE NUMBER: 404-656-3173
AMOUNT DUE: \$115.00
PRINT DATE: 03/10/1992
FORM NUMBER: 521

SECRETARY OF STATE
APR 3 2 24 PM '92
BSR (1)

APPLICATION FOR REINSTATEMENT OF A DOMESTIC CORPORATION

Pursuant to the provisions of Title 14 of the Official Code of Georgia Annotated, the undersigned domestic corporation hereby applies to the Secretary of State for a certificate of reinstatement of a domestic corporation and, for that purpose, submits the following:

QUALITY CAMERA COMPANY
A DOMESTIC PROFIT CORPORATION

Was administratively dissolved by the Office of Secretary of State on the date stated above for failure to comply with the requirements of Title 14 of the Official Code of Georgia Annotated. Grounds for the dissolution either did not exist or have been eliminated. All taxes owed by the corporation have been paid. The corporation's name, satisfying the requirements of Title 14 of the Official Code of Georgia Annotated, by which the corporation will hereafter be known is

QUALITY CAMERA COMPANY

This application is accompanied by an annual registration and the amount due above which represents the filing fee and the total annual fees and penalties due.

Complete and return all copies of this form with a check made payable to the Secretary of State for the amount due above.

This application must be signed by the Chairman of the Board of Directors, President or other Corporate Officer.

SIGNATURE AND TITLE:  President

DATE: 4-3-92

Atlanta, Georgia 30334-1530

DOCKET NUMBER : 92100050
CONTROL NUMBER : 5723918
DATE INCORPORATED : 10/27/1987
DATE DISSOLVED : 01/09/1992
EFFECTIVE DATE : 04/03/1992
REFERENCE : 0069
PRINT DATE : 04/13/1992
FORM NUMBER : 114

WILLIAM F. BROGDON
5855 JIMMY CARTER BLVD, STE 140
NORCROSS GA 30071

CERTIFICATE OF REINSTATEMENT

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**QUALITY CAMERA COMPANY
A DOMESTIC PROFIT CORPORATION**

was incorporated and later dissolved on the dates stated above. Said corporation has filed an application for reinstatement, has paid all fees and penalties due to the Secretary of State, and has filed an updated annual registration. Attached hereto is a true and correct copy of said application.

WHEREFORE, said corporation is hereby reinstated as of the effective date of this certificate, having met the requirements for reinstatement under Title 14 of the Official Code of Georgia Annotated. The corporation's reinstatement shall relate back to and take effect as of the date of the administrative dissolution and the corporation may resume its business as if the administrative dissolution had never occurred.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta



**BUSINESS SERVICES AND REGULATION
ARTICLES OF INCORPORATION DATA ENTRY FORM
FOR GEORGIA CORPORATIONS**

MAX CLELAND
Secretary of State

H. WAYNE HOWELL
Deputy Secretary of State

I. Filing Date: <u>10-27-87</u>	Code: <u>DP</u>	Director No.: <u>81301016</u>
Assigned Exam: <u>76</u>	Amt.: \$ <u>40.00</u>	By: <u>45</u>
Charter Number: <u>3733918</u>	Completed: <u>76</u>	

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Corporate Name: <u>Quality Camera Company</u>			
Mailing Address: <u>1601 Cain Tower, 229 Peachtree Street, N.E.</u>			
City: <u>Atlanta</u>	County: <u>Fulton</u>	State: <u>Georgia</u>	Zip Code: <u>30303</u>
III. Fees Submitted By: <u>William F. Bregdon</u>			
Secretary of State: \$ <u>40.00</u>		Check No.: <u>199</u>	
Clerk of Court: \$ <u>24.00</u>	Check No.: <u>201</u>	County: <u>Fulton</u>	
Publisher: \$ <u>60.00</u>	Check No.: <u>202</u>	Name: <u>Fulton County Daily Report</u>	
IV. Incorporator: <u>William F. Bregdon</u>			
Address: <u>1601 Cain Tower, 229 Peachtree Street, N.E.</u>			
City: <u>Atlanta</u>	State: <u>Georgia</u>	Zip Code: <u>30303</u>	
V. Registered Agent/Office: <u>William F. Bregdon</u>			
Address: <u>1601 Cain Tower, 229 Peachtree Street, N.E.</u>			
City: <u>Atlanta</u>	State: <u>Georgia</u>	Zip Code: <u>30303</u>	
VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST			
	Applicant	Examiner	
1. Original and two conformed copies of Articles of Incorporation	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
2. Corporate name certificate enclosed and verified <u>87257238</u>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
3. Publisher's and Clerk's checks enclosed and verified	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
4. Consent form enclosed and verified	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
5. Corporate duration and statutory authority stated	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
6. Number shares, par value, minimum capital stated	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
7. Number of directors and their names and addresses	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

VII. Applicant/Attorney: <u>William F. Bregdon</u>	Telephone: <u>525-2919</u>
Address: <u>1601 Cain Tower, 229 Peachtree Street, N.E.</u>	
City: <u>Atlanta</u>	State: <u>Georgia</u> Zip Code: <u>30303</u>

NOTICE: Attach Articles of Incorporation, Secretary of State filing fee, name certificate, consent to serve as registered agent, publisher's letter and fee and clerk's fee and file with the Secretary of State at 2 Martin Luther King Jr. Dr., Suite 318, West Tower, Atlanta, Georgia 30334. For information call 404-686-1817. This form does not replace the Articles of Incorporation. I understand that the information on this form will be used in the Secretary of State Corporate data base.

Signed: William F. Bregdon Date: 10/27/87

WILLIAM F. BROGDON
ATTORNEY AND COUNSELOR AT LAW

1601 CAN TOWER
229 PEACHTREE STREET, N.E.
ATLANTA, GEORGIA 30303
(404) 528-8818
TELEX 28-5723

PA. BOX 6486
229 PEACHTREE STREET
ATLANTA, GEORGIA 31008
(404) 528-8818

October 27, 1987

Max Cleland
Secretary of State
Suite 306, West Tower
#2 Martin Luther King, Jr. Drive, S.E.
Atlanta, Georgia 30334

Re: Quality Camera Company - Name Certificate

Dear Sir/Madam:

Please note that the name certificate on the above mentioned corporation has not been received by me to date. The certificate number for this corporation is 87258238.

Please see that this certificate is attached to the enclosed Incorporation documents so the Articles of Incorporation on this corporation may issue.

Thank you for your time and assistance in this matter.

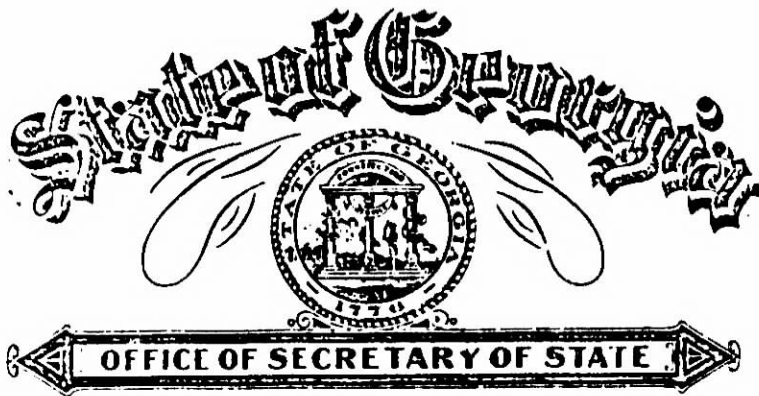
Sincerely,

William F. Brogdon
William F. Brogdon

WFB/jm
Enclosures

87 088 220 0005

Dup. Orig. . .



I, Max Cleland, Secretary of State of the State of Georgia, do hereby certify that

based on a diligent search of the records on file in this office, I find that the name of the following proposed domestic corporation to wit

"Quality Camera Company"

is not identical with or confusingly similar to the name of any other existing domestic or domesticated or foreign corporation registered in the records on file in this office or to the name of any other proposed domestic or domesticated, or foreign corporation as shown by a certificate of the Secretary of State heretofore issued and presently effective.

This certificate is in full force and effective for a period of 4 calendar months from date of issuance. After such period of time, this certificate is void.

In TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of my office, at the Capitol, in the City of Atlanta, this *15* day of *September*, in the year of our Lord One Thousand Nine Hundred and Eighty *Seven* and of the Independence of the United States of America the Two Hundred and *Eight*



87258438

Max Cleland

SECRETARY OF STATE
CORPORATION COMMISSIONER

CONSENT TO APPOINTMENT AS REGISTERED AGENT

To: Max Cleland
Secretary of State
Suite 306, West Tower
#2 Martin Luther King, Jr. Drive, S.E.
Atlanta, Georgia 30334

I, William F. Brogdon, do hereby consent to serve as registered agent for the corporation of "Quality Camera Company".

This 22nd day of October, 1987.


William F. Brogdon

Address of Registered Agent:

1601 Cain Tower
229 Peachtree Street, N.E.
Atlanta, Georgia 30303

87 088 220 0003

7.

The Board of Directors of the Corporation may, from time to time and at its discretion, distribute to its shareholders out of the capital surplus of the Corporation a portion of its assets, in cash or property.

8.

The Corporation may, upon the adoption of a resolution by its Board of Directors, purchase its own shares of stock to the extent of unreserved and unrestricted capital surplus available.

9.

The initial registered office of the Corporation shall be 1601 Cain Tower, 229 Peachtree Street, N.E., Atlanta, (Fulton County,) Georgia 30303, and the initial registered agent of the Corporation at such address shall be William F. Brogdon.

10.

The initial Board of Directors shall consist of one (1) member, whose name and address is:

Jeffery William Wheeler
3825 LaVista Road
Apt. 0-4
Tucker, Georgia 30084.

11.

The name and address of the incorporator is William F. Brogdon, 1601 Cain Tower, 229 Peachtree Street, N.E., Atlanta, Georgia 30303.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this ~~27~~ day of October, 1987.

STATE OF GEORGIA
SECRETARY

William F. Brogdon
WILLIAM F. BROGDON

OCT 27 12 17 1987
RECORDED

87 088 220 0002

ARTICLES OF INCORPORATION
OF
QUALITY CAMERA COMPANY

87301016
#40

1.

The name of the Corporation is "Quality Camera Company".

2.

The Corporation is organized pursuant to the provisions of the Georgia Business Corporation Code.

3.

The Corporation shall have perpetual duration.

4.

The Corporation is organized as a corporation for profit for any lawful purpose for which corporations may be organized under the Georgia Business Corporation Code, including but not limited to the buying and selling of quality camera equipment, and shall be authorized to engage in any lawful business, act or activity related thereto.

5.

The Corporation shall have authority, acting by its Board of Directors, to issue not more than 100,000 shares of Common Stock having a par value of one dollar (\$1.00) per share.

6.

The Corporation shall not commence business until it shall have received consideration of a fixed value of not less than Five Hundred Dollars (\$500.00) in payment for the issuance of its shares of stock.

87 088 219 0000
87 088 220 0001

Secretary of State
Business Services and Regulation

Suite 200, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334

CHARTER NUMBER : 8727 AB 89
DATE INCORPORATED : OCTOBER 29, 1987
COUNTY : FULTON
SHARES : MARILYN M. BATHEN
TELEPHONE : 404-898-2819

MAILED TO:

WILLIAM F. BROGDON
229 P'TREE ST., N.E. #1601
ATLANTA GA 30303

CERTIFICATE OF INCORPORATION

I, MAX CLELAND, SECRETARY OF STATE AND THE CORPORATIONS
COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY, UNDER THE
SEAL OF MY OFFICE, THAT

"QUALITY CAMERA COMPANY"

HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA
ON THE DATE SET FORTH ABOVE, BY THE FILING OF ARTICLES OF INCOR-
PORATION IN THE OFFICE OF THE SECRETARY OF STATE AND THE FEES
THEREFOR PAID, AS PROVIDED BY LAW, AND THAT ATTACHED HERETO IS A
TRUE COPY OF SAID ARTICLES OF INCORPORATION.

WITNESS, MY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA,
AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: OCTOBER 29, 1987



Max Cleland
MAX CLELAND
SECRETARY OF STATE

H. Wayne Howell
H. WAYNE HOWELL
DEPUTY SECRETARY OF STATE

SECURITIES

COMMISSION

CORPORATIONS