

P97000019381



ACCOUNT NO. : 072100000032

REFERENCE : 274553 129149A

AUTHORIZATION : *Patricia Pijet*

COST LIMIT : \$ 70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB 27 PM 1:45

FILED

ORDER DATE : February 26, 1997

ORDER TIME : 3:25 PM

ORDER NO. : 274553-005

CUSTOMER NO: 129149A

CUSTOMER: Allen T. Rubeo, Esq
ALLEN T. RUBEO, ESQ

400002098614--2

1036 Euclid Avenue

Miami Beach, FL 33139

DOMESTIC FILING

NAME: PHOTOGRA^{IMAGES,}PHX_{INC.}

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS: _____

3.3.97

*PER Gretchen Harvey
name is OK to file -
distinguishable from
existing trademark.*

KR

*W97-4692
K.R. FEB 27 1997*

K.R. MAR - 3 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 27, 1997

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

SUBJECT: PHOTOGRAPHX, INC.
Ref. Number: W97000004692

We have received your document for PHOTOGRAPHX, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 697A00010355

RESUBMIT
Please give original
submission date as file date.

ARTICLES OF INCORPORATION
OF
PHOTOGRAPHX IMAGES, INC.

FILED
97 FEB 27 PM 1:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

PHOTOGRAPHX IMAGES, INC.

The address of the principal office of this corporation shall be 443 Espanola Way, Suite 302, Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 443 Espanola Way, Suite 302, Miami Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is Maurizio Meloni.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Maurizio Meloni Dir./Pres.	443 Espanola Way, # 302 Miami Beach, FL 33139
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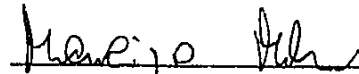
Victor Magide Dir./ Sec'ty.	443 Espanola Way, #302 Miami Beach, FL 33139
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation :

Maurizio Meloni
443 Espanola Way, # 302
Miami Beach, FL 33139

IN WITNESS WHEREOF, the undersigned has set his hand on February 24, 1997.


Maurizio Meloni
Sole Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Maurizio Meloni, a resident of the City of Miami beach, County of Dade, State of Florida, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Maurizio Meloni

FILED
97 FEB 27 PM 1:45
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TALLAHASSEE, FLORIDA