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FOREIGN PROFIT/NONPROFIT CORPORATION

Sportfot USA, Inc.

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. SPORTFOT USA, INC.

(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. NEW YORK

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4. 9/13/2007

(Date of incorporation)

5.**perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6.

(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)

7. c/o Abitbol & Cherry LLP, 545 Fifth Ave, Ste 640, New York, NY 10017

(Principal office address)

c/o Abitbol & Cherry LLP, 545 Fifth Ave, Ste 640, New York, NY 10017

(Current mailing address)

8. To create, distribute, market and sell photographs, to engage in such related business and generally to engage in any lawful act
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)**9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)**

Name: **UNITED CORPORATE SERVICES, INC.**

Office Address: **9200 SOUTH DADELAND BLVD. SUITE 508**

MIAMI

(City)

Florida 33156

(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and business addresses of officers and/or directors:

A. DIRECTORSChairman: Thierry BilletAddress: 54 Rue de Pacy, 28260 La Chausse d'Ivry, France

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERSPresident: Thierry BilletAddress: 54 Rue de Pacy, 28260 La Chausse d'Ivry, FranceVice President: Thierry BilletAddress: 54 Rue de Pacy, 28260 La Chausse d'Ivry, FranceSecretary: Thierry BilletAddress: 54 Rue de Pacy, 28260 La Chausse d'Ivry, FranceTreasurer: Thierry BilletAddress: 54 Rue de Pacy, 28260 La Chausse d'Ivry, France

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. _____

(Signature of Director or Officer listed in number 12 of the application)

14. Thierry Billet, Sole Officer and Director

(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of SPORTFOT USA, INC. was filed on 09/13/2007, with perpetual duration, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.



Witness my hand and the official seal
of the Department of State at the City
of Albany, this 11th day of January
two thousand and eight.

Daniel Shapiro
Special Deputy Secretary of State