

1201 HAYS STREET
TALLAHASSEE, FL 32304

800-342-8086

CSC networks

PRESTIGE MAIL
LEGAL & FINANCIAL SERVICE

ACCOUNT 072100000032

REFERENCE : 645112 82150A

AUTHORIZATION :

COST LIMIT : \$ 337.50

ORDER DATE : July 20, 1995

ORDER TIME : 10:09 AM

ORDER NO. : 645112

500001542205

CUSTOMER NO: 82150A

CUSTOMER: Mr. Richard Mophie
XL CORPORATE SERVICES

62 White Street

New York, NY 10013

DOMESTIC FILING

NAME: TODO FOTO, L.C.

ARTICLES OF INCORPORATION
☒ CERTIFICATE OF LIMITED LIABILITY COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS: **T. BROWN** AUG - 3 1995

FILED
95 AUG - 3 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~108-1507-1124~~

~~1095-14673~~



FLORIDA DEPARTMENT OF STATE

July 20, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: TODO FOTO, L.C.
Ref. Number: W95000014673

We have received your document for TODO FOTO, L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

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.

Teresa Brown
Corporate Specialist

Letter Number: 695A00034782



FLORIDA DEPARTMENT OF STATE

August 2, 1995

Sandra B. Mortham
Secretary of State

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: TODO FOTO, L.L.C.
Ref. Number: W95000014673

We have received your document for TODO FOTO, L.L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

The name of a Limited Liability Company must end with the words "limited company", or their abbreviation "L.C." "L.L.C." is not an acceptable suffix in the state of Florida. Please note the periods as punctuation must be included in the suffix.

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.

Teresa Brown
Corporate Specialist

Letter Number: 395A00036429

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

FILED
95 AUG -3 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME:

The name of the Limited Liability Company is: Todo Foto, L.C.

ARTICLE II - ADDRESS:

The mailing address and street address of the principal office of the Limited Liability Company is:
7331 N.W. 34th Street, Miami, FL 33122.

ARTICLE III - DURATION:

The period of duration for the Limited Liability Company shall be: in any event, no more than thirty (30) years. The Limited Liability Company will dissolve prior to thirty years upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, unless the remaining members unanimously vote to continue the business of the Limited Liability Company.

ARTICLE IV - MANAGEMENT:

The Limited Liability Company is to be managed by the members and the name and addresses of the managing members are: Sylvia Meyer- Rodrigues, Fernando Rodrigues, 1520 Rodman Street, Hollywood, FL 33020.

ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be: upon a unanimous vote of the managing members.

ARTICLE VI - REGISTERED OFFICE

The principal address and mailing address of the Limited Liability Company will be: 7331 N.W. 34th Street, Miami, FL 33122 and the name of its initial resident agent at such address is: Sylvia Meyer-Rodrigues.

ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS:

The right of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, shall be: upon a unanimous vote of the remaining members to continue the business, subject to the thirty year duration of the Limited Liability Company.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member deposes and says:

- 1)the above named limited liability company has at least two members:
Sylvia Meyer-Rodrigues and Fernando Rodrigues
- 2)the total amount of cash contributed by the members is \$100.00
- 3)if any, the agreed value of property other than cash contributed by members is \$0.00
- 4)the total amount of cash or property anticipated to be contributed by members is \$100.00. This total includes amounts from 2 and 3 above.



SIGNATURE OF A MEMBER OR AUTHORIZED REPRESENTATIVE OF A MEMBER.
(IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS AFFIDAVIT
CONSTITUTES AN AFFIRMATION UNDER THE PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE
TRUE).

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF ORGANIZATION
FOR A
FLORIDA LIMITED LIABILITY COMPANY

FILED
95 AUG -3 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sylvia Meyer-Rodrigues an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Organization of TODO FOTO, L.C. is familiar with and accepts the obligations of the position of Registered Agent under section 607.0505, Florida Statutes.

BY:

Sylvia Meyer-Rodrigues
Sylvia Meyer-Rodrigues

FILE NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

96 APR 26 PM 5:20

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State
DIVISION OF CORPORATIONS

FILING FEE \$ 238.75 Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee
Make Check Payable To: FLORIDA DEPARTMENT OF STATE

1. Name and Mailing Address of Limited Liability Company DOCUMENT #L95000000592

TODO FOTO, L.C.
7331 N.W. 34TH STREET
MIAMI FL 33122

1a. Principal Place of Business Address
7331 N.W. 34TH STREET
MIAMI FL 33122

If above mailing address is in correct in any way, line through incorrect information and enter correction in Block 2a

2. Principal Place of Business		2a. Mailing Address		3. Date Organized or Qualified	3a. State of Formation
Suite, Apt. #, etc.		7355 NW 35th St.		08/03/1995	FL
City & State		City & State		4. FET Number	<input checked="" type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip	Country	Zip	Country	5. Date of Last Report	6. Certificate of Status Desired SA * Additional Fee Required <input type="checkbox"/>

7. Name and Address of Current Registered Agent

MEYER-RODRIGUES, SYLVIA
7331 N.W. 34TH STREET
MIAMI FL 33122

8. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
7355 NW 35th St.
Suite, Apt. #, etc.
City
FL Zip Code

9. Pursuant to the provisions of Sections 608 416 and 608 508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations

SIGNATURE S. Rodriguez DATE 4/1/96

(Registered Agent Accepting Appointment) (FET 11: May street Agent signature required when reappointing)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM			
MGRM	MEYER-RODRIGUES, SYLVI	520 RODMAN STREET	HOLLYWOOD FL 33020
MEM	RODRIGUES, FERNANDO		
MEM			
			200001805502 -05/02/96--01083--024 ****238.75 ****238.75

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119 07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10, or on an attachment with an address

SIGNATURE: S. Rodriguez 4/1/96 954-929-2570

SIGNATURE AREA TYPE (3) OR PRIVATE CLERK OR SECRETARY, MANAGER, OR MEMBER OR MANAGER

Date

Page: 1 of 1