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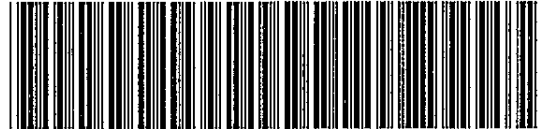
(Business Entity Name)

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TALLAHASSEE, FLORIDA

C.S. 1-4

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MIAMI CENTER FOR THE PHOTOGRAPHIC ARTS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: STEPHEN MEEKS, SR.
Name (Printed or typed)

1601 SW 1st STREET
Address

MIAMI, FLORIDA 33135
City, State & Zip

305 649-0324
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 8, 2005

STEPHEN MEEKS, SR.
1601 SW 1ST STREET
MIAMI, FL 33135

SUBJECT: MIAMI CENTER FOR THE PHOTOGRAPHIC ARTS, INC.
Ref. Number: W05000050166

We have received your document for MIAMI CENTER FOR THE PHOTOGRAPHIC ARTS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

An effective date may be added to the Articles of Incorporation if a 2006 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of 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 (850) 245-6047.

Carolyn Lewis
Document Specialist
NEW FILINGS

Letter Number: 705A00066631

JOYCE B. ANDERSON
ATTORNEY AT LAW

9370 SUNSET DRIVE
SUITE 130
MIAMI, FLORIDA 33173
Phone 305 279-5525
Fax 305 279-0062
E-mail: Attorney@Brokerattorney.com

ATTORNEYS REAL ESTATE COUNCIL
ATTORNEYS TITLE INSURANCE FUND
ATTORNEYS MORTGAGE SERVICES
KENDALL PROFESSIONAL GROUP
LIFESTYLE REALTY, INC.
Realtor/President

December 27, 2005

Carolyn Lewis
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Fl. 32314

Re: MIAMI CENTER FOR THE PHOTOGRAPHIC ARTS, INC.

Dear Ms. Lewis;

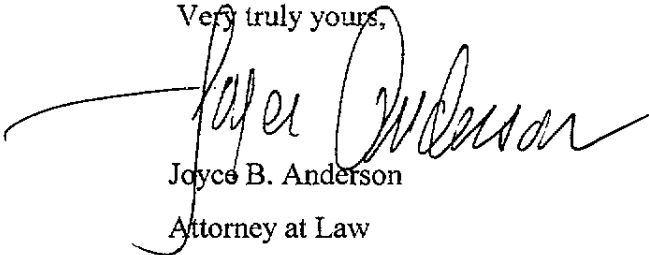
Enclosed please find the revised Articles of Incorporation for Miami Center for the Photographic Arts.

In accordance with your letter, please note Article Fourth has the manner in which directors are elected or appointed.

We have added an effective date of March 1, 2006.

Thank you for your assistance.

Very truly yours,



Joyce B. Anderson
Attorney at Law

Enclosure

ARTICLES OF INCORPORATION OF
MIAMI CENTER FOR THE PHOTOGRAPHIC ARTS, INC.
A Florida Not for Profit Corporation

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TALLAHASSEE, FLORIDA

Article of Incorporation of the undersigned, a majority of whom are 18 years of old or older and citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of FLORIDA, do hereby certify:

First: The name of the Corporation shall be MIAMI CENTER FOR THE PHOTOGRAPHIC ARTS, INC..

Second: The principal place of business of the Corporation is to be located at 1601 SW First Street, Miami, Florida, 33135, in the County of Miami-Dade.

Third: This Corporation is organized exclusively for charitable purposes within the meaning of Section 501©)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501©)(3) exempt organizations. To this end, the corporation shall specifically foster education in the exhibition and promotion of the Photographic Arts through the use of guest lecturers, frequent photographic exhibitions, workshops, and related activities. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

Fourth: The number of Directors shall be four; provided, however, that such number may be changed by a resolution duly adopted by a majority of the Directors. The names and addresses of the Incorporators who shall also serve as the initial Directors of the corporation are as follows:

Stephen L. Meeks, Sr.	5745 SW 48 Street, Miami, Fl 33155
Stephen L. Meeks, Jr.	2245 NE 41st Place, Homestead, Fl 33033
Daniel Meeks	11416 SW 244 Ter, Homestead, Fl 33032
Lauren Meeks	757 NW 89 Avenue, Plantation, Fl. 33324

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TALLAHASSEE, FLORIDA

Fifth: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the

Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements by any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(e)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Sixth: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Seventh: The Corporation may have a membership distinct from the Board of Directors. Membership may be individual and/or institutional and is open to any academic or educational institution involved in the teaching of photographic arts. The Directors shall from time to time prescribe the form and manner in which application may be made for membership.

Eighth: The effective date for the Corporation shall be March 1, 2006.

In witness whereof, we have hereunto subscribed our names this day of _____,
2005.


STEPHEN L. MEEKS, SR.


STEPHEN L. MEEKS, JR.

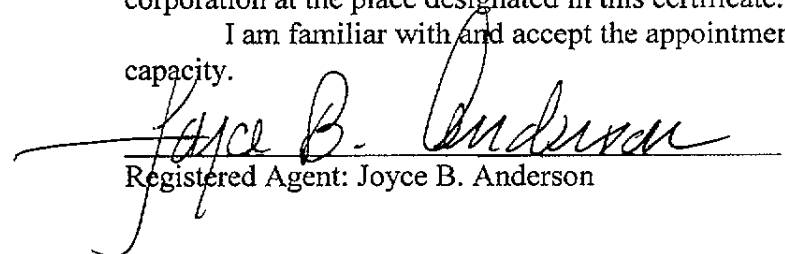

DANIEL MEEKS


LAUREN MEEKS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JOYCE B. ANDERSON, Attorney at Law, located at 9370 Sunset Drive, #130, Miami, Florida 33173, has been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate.

I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Registered Agent: Joyce B. Anderson

12-27-05
Date