P00000004668

TRANSMITTAL LETTER

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

4000030932254--1
-01/10/00--01088--012
*****70.00 *****70.00

SUBJECT: ALL EVENTS PORTRAIT PHOTOGRAPHY, INC.

Enclosed is an original and one copy of the Articles of Incorporation and our check for $70.00. Please return to us a stamped copy of the Articles.

FILED
2000 JAN 10 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM:

E. Ramon Aguero
8181 NW 36th Street, # 27-B
Miami, FL 33166
305-388-7777

A. Howell JAN 14 2000

FILED

2000 JAN 10 AM 11:05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ALL EVENTS PORTRAIT PHOTOGRAPHY, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: ALL EVENTS PORTRAIT PHOTOGRAPHY, INC.

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily.

ARTICLE III

The corporation may engage in any activity of business permitted under the laws of the State of Florida and the United States of America.

ARTICLE IV

The number of shares of stock that this corporation is authorized to issue shall be: one-hundred (100) shares common in one class only, each having a par value of one dollar ($1.00) per share.

The corporation shall have the power to amend these articles at any time to provide for the different classes of stock and to provide provisions for the preferences, limitations, and relative rights in respect to the shares of each class of stock.

This corporation shall be without authority to approve any by-laws or resolution that will sell or assign any stock of this corporation to any other firm, person or corporation, except that the stock of this corporation can be sold or transferred or assigned to any of the present charter members, or to this corporation.

ARTICLE V

The principal place of business and mailing address of this corporation shall be:

8181 NW 36th Street, # 27-B
Miami, FL 33166

ARTICLE VI

The initial number of corporate directors shall be at least one (1) and not more than five (5). The number of directors may be raised or lowered by amendment of the by-laws of the corporation but shall in no case be less than one.

ARTICLE VII

The name and street address of the member of the first board of directors of this corporation is as follows:

E. Ramon Aguero, President
8181 NW 36th Street, # 27-B
Miami, FL 33166

ARTICLE VIII

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

E. Ramon Aguero, President
8181 NW 36th Street, # 27-B
Miami, FL 33166

ARTICLE IX

The name and address of the first officer of this corporation is as follows:

E. Ramon Aguero, President
8181 NW 36th Street, # 27-B
Miami, FL 33166

ARTICLE X

The name and address of the first subscriber to the capital stock of this corporation is as follows:

Name and Address	Amount	Number of Shares
E. Ramon Aguero 8181 NW 36th Street # 27-B Miami, FL 33166	$100.00	One Hundred (100)

ARTICLE XI

The name and address of the registered agent of this corporation is:

E. Ramon Aguero, President
8181 NW 36th Street, # 27-B
Miami, FL 33166

The undersigned incorporator has executed these Articles of Incorporation this 3rd day of January 2000.

E. Ramon Aguero
President
8181 NW 36th Street, # 27-B
Miami, FL 33166

FILED

2000 JAN 10 AM 11: 05

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE / REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is : ALL EVENTS PORTRAIT PHOTOGRAPHY, INC.

2. The name and address of the registered agent and office is:

E. Ramon Aguero
8181 NW 36th Street, # 27-B
Miami, FL 33166

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE X

DATE: January 3rd, 2000