



THE UNITED STATES
CORPORATION
COMPANY

PO0000018818

00 FEB 22 AM 8:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 597493 114383A

AUTHORIZATION :

Patricia Piggitt

COST LIMIT : \$ 78.75

ORDER DATE : February 22, 2000

ORDER TIME : 3:45 PM

ORDER NO. : 597493-005

8000003143738-9

CUSTOMER NO: 114383A

CUSTOMER: Ms. Paulina Hernandez
TAX & NOTARY SERVICES
TAX & NOTARY SERVICES
105 Bridle Court

Kissimmee, FL 34743

DOMESTIC FILING

NAME: PETOGRAPHY U.S.A., INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

P14 2/23/2000 ✓

RECEIVED
00 FEB 22 PM 4:38
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
PETOGRAPHY U.S.A., INC.**

FILED
00 FEB 22 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

ARTICLE I - NAME

The name of this corporation is **PETOGRAPHY U.S.A., INC.**

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

**ARTICLE III
BUSINESS AND ACTIVITIES**

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and the State of Florida. Other activities include:

- (a) Business of commercial photography for all occasions, including, among others: Pets of all kinds, weddings, promotions, advertising, portraits, custom and retail and framing of all kinds.
- (b) Sale and rental of natural and artificial flowers and tuxedos.
- (c) Wedding and parties arrangements.
- (d) Sale of pets supplies.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$100.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and mailing address of this corporation shall be at:

1225 North Mills Avenue
Orlando, Florida 32803

and the initial registered agent of this corporation at such office shall be Elias H. Sarkis, who, upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The business of this corporation shall be managed by a Board of Directors. There shall be one (2) directors initially. The number of Directors may be increased, and after such increase, decreased from time to time by by-laws adopted by the shareholders.

The names and addresses of the members of the first Board of Directors are:

John Billiris, President
1225 North Mills Avenue
Orlando, Florida 32803

Elias H. Sarkis, Vice-Pres. & Secretary
1225 North Mills Avenue
Orlando, Florida 32803

ARTICLE VII - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in and is hereby reserved to the shareholders. By-laws shall be adopted, altered, amended or repealed as provided therein.

ARTICLE VIII - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as a subscriber is:

John Billiris
1225 North Mills Avenue
Orlando, Florida 32803

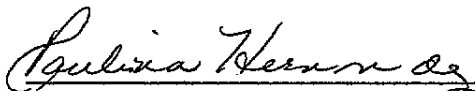
IN WITNESS WHEREOF, the undersigned executed these Articles of Incorporation on this date.



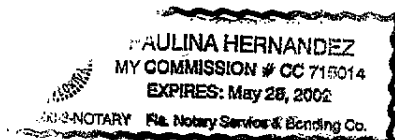
JOHN BILLIRIS, Incorporator

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing Articles of Incorporation of **PETOGRAPHY U.S.A., INC.**, were acknowledged before me this 16th day of February, 2000, by John Billiris, as incorporator, who is personally known to me, the Notary.



PAULINA HERNANDEZ
NOTARY PUBLIC



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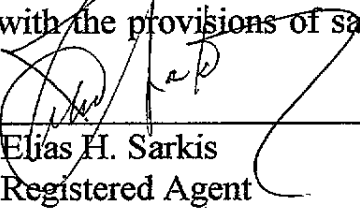
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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



Elias H. Sarkis
Registered Agent