

WADE C. PETERSON, P.A.

ATTORNEYS AT LAW
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HOMESTEAD, FLORIDA 33030

FILED

2000 FEB 24 AM 11:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WADE C. PETERSON

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OF COUNSEL
MARVIN SCHILD

February 18, 2000

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

700003146117--4
-02/24/00--01051--010
*****78.75 *****78.75

Re: Sight to See Portrait Studios, Inc.

Gentlemen:

Enclosed herewith is a check in the amount of \$78.75, the filing fee for the Articles of Incorporation.

Best regards,



Wade C. Peterson

WCP/ms
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SIGHT TO SEE PORTRAIT STUDIOS, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is: ---

SIGHT TO SEE PORTRAIT STUDIOS, INC.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III
PURPOSES

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV
CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the corporation's By-Laws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the principal office of this Corporation is 17650 N.W. 82nd Court, Hialeah, Florida 33015, and the initial registered agent of this Corporation is WADE C. PETERSON.

ARTICLE VII
INITIAL OFFICERS AND BOARD OF DIRECTORS

This Corporation shall have at least one Director. The number of Directors may be either increased or diminished from time to time in the manner provided in the By-Laws, but shall never be less than one. The names and addresses of the initial Officers and Directors of the Corporation are as follows:



Deatrah Ellen Canciobello 17650 N.W. 82nd Court Hialeah, Florida 33015	President
Fidel Leonardo Canciobello 17650 N.W. 82nd Court Hialeah, Florida 33015	Vice President/ Secretary and Treasurer

ARTICLE VIII
INCORPORATORS

The name and address of the Corporation's Incorporator is:

Deatrah Ellen Canciobello 17650 N.W. 82nd Court Hialeah, Florida 33015	President
Fidel Leonardo Canciobello 17650 N.W. 82nd Court Hialeah, Florida 33015	Vice President/ Secretary and Treasurer

IN WITNESS WHEREOF, we have subscribed our hands and seals
this 1st day of FEBRUARY, 2000.


DEATRAH ELLEN CANCIOBELLO

FIDEL LEONARDO CANCIOBELLO

STATE OF FLORIDA)


COUNTY OF DADE)

On this 1st day of FEBRUARY, 2000, before me, a Notary
Public authorized to take acknowledgments in the State and County
set forth above, personally appeared DEATRAH ELLEN CANCIOBELLO and
FIDEL LEONARDO CANCIOBELLO, known to me to be the persons whose
names are subscribed to the within instrument and acknowledged that
they executed the same for the purpose therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official
seal.



Wade C. Peterson
MY COMMISSION # GC639327 EXPIRES
April 15, 2001
BONDED THRU TROY FAIR INSURANCE, INC.



NOTARY PUBLIC
Print Name: _____
Commission No: _____

My Commission Expires: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST, THAT SIGHT TO SEE PORTRAIT STUDIOS, INC., DESIRES TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS AT CITY OF HOMESTEAD, STATE OF FLORIDA,
HAS NAMED WADE C. PETERSON, LOCATED AT 234 N. KROME AVENUE,
FLORIDA, 33030, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN
FLORIDA.


SIGNATURE:


DEATRAH ELLEN CANCIOBELLO

TITLE: President

DATE:

SIGNATURE:


FIDEL LEONARDO CANCIOBELLO

TITLE: Vice-President, Secretary
and Treasurer

DATE:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE:


WADE C. PETERSON

DATE:

FEBRUARY 1, 2000