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**FLORIDA PROFIT CORPORATION OR P.A.**

**PRESERVING MEMORIES, INC.**

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 13, 2000

**CORPORATE & CRIMINAL RESEARCH**

SUBJECT: PRESERVING MEMORIES, INC.  
REF: W00000014931

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**ARTICLES OF INCORPORATION**  
**OF**  
**PRESERVING MEMORIES, INC.**

**ARTICLE I**

The name of the corporation is PRESERVING MEMORIES, INC., (the "Corporation").

**ARTICLE II**

The address of the principal office and the mailing address of the Corporation is 1111 Brickell Bay Dr.# 702 Miami, FL.33131

**ARTICLE III**

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Capital Stock having a par value of \$0.01 per share.

**ARTICLE IV**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE V**

The street address of the Corporation's initial registered office is 1111 Brickell Bay Drive, #702, Miami, Florida 33131 and the name of its initial registered agent at such office is Denise Magarino.

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**ARTICLE VI**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two (2), and the name and address of the members of the initial Board of Directors, who are to serve as the Corporation's directors until successors are duly elected and qualified are:

Denise Magarino                      President  
1111 Brickell Bay Dr. # 702  
Miami, FL 33131

Roberto Diaz de Villegas              Vice President/Secretary  
1111 Brickell Bay Dr. # 702  
Miami, FL 33131

**ARTICLE VII**

The name of the Incorporator is Jonathan Louis, Esq. and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 8 day of June, 2000.

  
\_\_\_\_\_  
Jonathan Louis, Incorporator

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of PRESERVING MEMORIES, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.



Denise Magarino

Agent for the Registered Agent

Dated: June 9, 2000

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