2001 UNIFORM BUSINESS REPORT (UBR)

DOCUMENT # P00000064691 **Secretary of State** 06-08-2001 90006 050 ***150.00 HASSUN AlbUM + FRAMEG CORP Principal Place of Business Mailing Address 321 PAIM AUE HARAH. GI. 33010 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. DO NOT WRITE IN THIS SPACE City & State 4. FEI Number City & State Applied For ENGINEE -65-10238 Not Applicable Ζίρ Country Country Zio \$8.75 Additional 5. Certificate of Status Desired 6. Name and Address of Current Registered Agent 7. Name and Address of New Registered Agent AIFREDO J- HASSUN 7851 W. 22 AVE Street Address (P.O. Box Number is Not Acceptable) NeAlEAL, 61. 33016 Zip Code 8. The above named entity submits this statement for the purpose of changing its egistered officir or registered agent, or both, in the State of Florida. SIGNATURE (NOT) Registered Agent signature required when reinstating) FEE IS \$150.00 1 Fee will be \$550.00 FILE NOW! 9. This corporation is eligible to satisfy its Intangible 10. Election Campaign Financing \$5.00 May Be After MAY 1, 20 Tax filling requirement and alects to do so Trust Fund Contribution. Added to Fees (See criteria on back) Make Check Payab e to Department of State OFFICERS AND DIRECTORS 11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 12. AIFREDO J HASSUN Delete Change Addition ITT! F TITLE NAME President LISTREET ADDRESS STREET ADDRESS 1160 W. CITY-ST-ZIP HIALEAL CITY-ST-ZIP PRESID Addition ☐ Delete TITLE ☐ Change NAME STREET ADDRESS STREET ADORE: S CITY-ST-7P CITY-SF-ZIP TITLE Change ☐ Addition ☐ Defete TITLE NAME NAME STREET ADDRESS STREET ADDRESS CITY - ST- ZIP CITY-ST-ZIP INLE ☐ Delete Addition | TITLE ☐ Change NAME STREET ADDRESS STREET ADDRESS CITY - ST- ZIP CITY-ST-ZIP Delete TITLE ☐ Change Maddition Addition HAME STREET ADDRESS STREET ADDRESS CITY-ST-ZIP CITY-S1-ZIP TITLE ☐ Delete Addition ☐ Change HAME NAME STREET ADDRESS STREET ADDRESS City-St-7P CITY-ST-ZIP 13. Thereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that rijk signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report is required by Chapter 607, Florida Statutes; and that my name appears in Block 11 or Block 12 if changed, or on an attachment with an address, with all other like empowered. SIGNATURE:

TED NAME OF SIGNING OFFICER - R DIRECTOR

Date

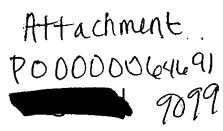
Daytime Phone #

FILED

Jun 29, 2001 8:00 am

ARTICLE XII

BY-LAWS



The power to adopt, alter, amend or repeal by-laws shall be vested in the 80ard of Directors. By-laws adopted by the Board of Directors may be repealed or changed and new by-laws may be adopted by shareholders, and the shareholders may prescribe in any by-laws made by them that such by-laws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XIII

POWERS

This corporation shall have all powers necessary or convenient to affect its purpose as enumerated in the Florida General Corporation Act.

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the Board of Directors.

ARTICLE XIV

AMMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders at the stockholder meeting by a majority of the stocks entitled to vote thereon.

THE UNDERSIGNED SUBSCRIBERS HAVE EXECUTED THESE ARTICLES OF INCORPORATION THIS 28th DAY OF JUNE 2000.

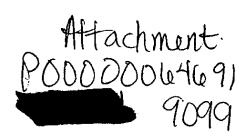
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ARTICLE IX

INDEMNIFICATION



This corporation shall indemnify and hold harmless each person who shall serve at any time hereafter as a Director or Officer of this corporation, and any person who serves at the request corporation, as a Director or Officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his having heretofore or hereafter being Director or Officer to the corporation, or by reason of any action alleged to have been heretofore or hereafter taken or omitted by him as such Director or Officer and shall reimburse each such person for all legal and other expenses provided that no person shall be indemnified against, or to reimburse for any expenses incurred in connection with any claim or liability as to which it shall be adjudged that such Officer or Director is liable for negligence or willful misconduct in the performance of his duties. The rights accruing to any person under the forgoing provisions shall not exclude any other right to which he may be lawfully entitled nor shall anything herein contained restrict the right of the corporation to indemnify or reimburse such person in any proper case even though not specifically herein provided for.

Contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniary or otherwise interested in any contract or transaction of the corporation, provided that the fact that he or such firm so interested shall be disclosed or shall have been known to the Board of Directors of such members thereof as shall be presented at any meeting of the Board at which action upon any such contract or transaction shall be taken; and any Director of the corporation who is also a Director or Officer of such other corporation or is so interested may be counted in determining the existence of a quorum at any meeting of the Board if Director of the corporation which shall authorize any such contract or transaction and may vote thereat to authorize any such contract or transaction with the like force and effect as if he were not such Director or Officer of such other corporation or not so interested.

ARTICLE X

REMOVAL OF DIRECTORS

Any Director or the entire Board of Directors may be removed with or without cause, by a vote of the holders of the majority of the shares then entitled to vote at an election of Directors, at a special meeting of shareholders, called expressly for that purpose.

ARTICLE XI

INCORPORATORS

The name and street address of each subscriber of these Articles of Incorporation are:

NAME

ADDRESS

Alfredo Hassun

1160 W 55* Place Hisland, FI 33012

Elisa L. Zayas

1160 W 55 Place Hialeah, Fl 33012

Attachment the PODOON CACOLOGIC BOOM Shares may be paid,

The consideration for the issuance of shires or for disposal of Treasury shares may be paid, in hole or part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefore has been paid. When payment of the consideration for which shares are to be issued shall have been received by the corporation, such shares shall be deemed to be fully paid and non assessable.

ARTICLE V

PREMIPTIVE RIGHTS

Every shareholder, upon the sale for cash on any new stock of this corporation of the same class, class or series as that which he already holds, shall have the right to purchase his pro-rate share thereof (as nearly as may be done without issuance of fractional shares) at the price which is offered to others.

ARTICLE VI

INITIAL PRINCIPAL OFFICE AND AGENT

The street address of the initial principal office of this corporation is:

7851 W 22** Avenue Hialeah, FI 33016

and the name of the initial Registered Agent of this corporation is:

Alfredo Hassun

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Director(s) initially. The number of Directors may be increased or diminished from time to time in such manner as may be prescribed by the Bylaws, but shall never be less than one (1)

ARTICLE VIII

INITIAL DIRECTORS

The name and street address of each of the members of the initial Board of Directors of this corporation are:

NAME

TITLE

ADDRESS

Alfredo Hassun

Elisa L. Zayas

President

1160 W 55th Place Hislash, Fl 33012

Vice-President/

1160 W 55* Place

Secretary

Hialeah, Fl 33012

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ARTICLES OF INCORPORATION

OF

HASSUN ALBUMS & FRAMES CORP.

ARTICLE 1

NAME

The name of this corporation is:

Hassun Albums & Frames Corp.

ARTICLE II

DURATION

This corporation is to exist perpetually. It shall commence its existence upon the filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE IV

CAPITAL "O BEGIN BUSINESS

This corporation is authorized to issue one hundred (100) shares at five dollars (\$5.00) dollars par value.

Shares may be issued for such consideration as is determined from time to time by the stockholders.

This power which is hereby reserved unto the stockholders by right, may, and is hereby delegated, unto the Board of Directors. The Board may issue the shares of this corporation for such consideration as is determined from time to time by action communicate to the Board, in writing, their decision to determine the consideration or issuance of non issue or sale of Treasury shares. This action by the stockholders will not affect the prior action by the Board.

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

In pursuant of chapter 48.901, Florida Statutes, the following is submitted in compliance with said Act.

FIRST: That: "Hassun Alburns & Frames Corp." desiring to organize under the laws of the state of Florida, with its principal office, as indicated in the Articles of Incorporation, in the city of Hialeah, County of Miami-Dade, state of Florida, has named Alfredo Hassun, located at 7851 W 22* Avenue, Hialeah, County of Miami-Dade, state of Florida, as its agent, to accept service of process within this state.

ACKNOWLEDGEMENT:

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

Alfredo Hassun Resident Agent

Attachment



Bepartment of State

I certify the attached is a true and correct copy of the Articles of Incorporation of HASSUN ALBUMS & FRAMES CORP == Elorida corporation, filed on July 5, 2000, as shown by the records of this office.

The document number of this corporation is P00000064691.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capitol, this the Fifth day of July, 2000



CR2EO22 (1-99)

Katherine Harris Ratherine Harris Secretary of State