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-06/26/00-01116-009
*****78.50 *****78.50

June 21, 2000

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

Re: Incorporation of FINE LINE PHOTOGRAPHY, INC.

Dear Sir/Madam:

Please find the enclosed check in the amount of \$78.50 along with the Articles of Incorporation for incorporation of the above referenced entity.

I am enclosing a self-addressed stamped envelope for return of the Letter of Incorporation and a true copy of the Articles of Incorporation.

Thank you for your attention and cooperation regarding this matter.

IVAN D. PIEDRAHITA, P.A.

By: 

IVAN D. PIEDRAHITA, ESQ.
For the Firm

Enclosures: As set forth herein

FILED
00 JUL -7 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-7-00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 29, 2000

IVAN D. PIEDRAHITA, P.A.
1876 N. UNIVERSITY DR., STE. 201-K
PLANTATION, FL 33322

SUBJECT: FINE LINE PHOTOGRAPHY, INC.
Ref. Number: W00000016615

We have received your document for FINE LINE PHOTOGRAPHY, INC. and your check(s) totaling \$78.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

I called and spoke with your Secretary and she stated that you were out and that she could not help me because she could not speak English very well.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Gurr
Document Specialist

Letter Number: 700A00036738

ARTICLES OF INCORPORATION
OF
FINE LINE PHOTOGRAPHY, INC.

FILED
00 JUL -7 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is FINE LINE PHOTOGRAPHY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be 71 NW 35 COURT, FT. LAUDERDALE, FL 33309

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares at 1.00 par value.

ARTICLE IV TIME

The period of the duration of this corporation is perpetual unless dissolved according to law.

ARTICLE V PURPOSE

The purpose for which the corporation is organized is to operate in any lawful business allowed in the State of Florida. The Articles of Incorporation along with the By-Laws of said corporation will govern.

ARTICLE VI DIRECTORS

The number constituting the initial Board of Directors of the corporation is one (1), and the name and address of the person who is to serve initially is:

1-MATHEW COURTNEY, 71 NW 35 COURT, FT. LAUDERDALE, FL 33309.

ARTICLE VII

The name and address of the incorporator is:

1-MATHEW COURTNEY, 71 NW 35 COURT, FT. LAUDERDALE, FL 33309.

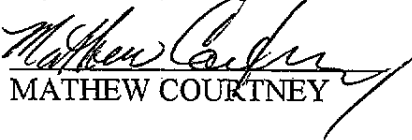
ARTICLE VIII REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

1-MATHEW COURTNEY, 71 NW 35 COURT, FT. LAUDERDALE, FL 33309.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of JUNE, 2000.

Signature of Incorporator

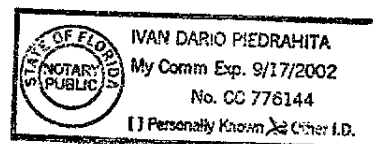

MATHEW COURTNEY

State of Florida
County of Broward

The foregoing instrument was acknowledged and sworn to before me this 21 day of JUNE, 2000


Notary

My Commission Expires:
Prepared by: Ivan D. Piedrahita
1876 N. University Drive
Suite 300-C
Plantation, FL 33322
(954) 474-0111



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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 corporation is: FINE LINE PHOTOGRAPHY, INC., 71 NW 35 COURT, FT. LAUDERDALE, FL 33309.

The name and address of the registered agent and office is: MATHEW COURTNEY, 71 NW 35 COURT, FT. LAUDERDALE, FL 33309.

Signature 
MATHEW COURTNEY

Title: Incorporator/Registered Agent

Date: June 21, 2000

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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature 
MATHEW COURTNEY

Date: June 21, 2000

Registered Agent Filing Fee: \$35.00

Prepared by: Ivan D. Piedrahita
1876 N. University Drive
Suite 300-C
Plantation, FL 33322
(954) 474-0111

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TALLAHASSEE, FLORIDA