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To:

Division of Corporations

Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone: (305)634-3694

Fax Number : (305) 633-9696

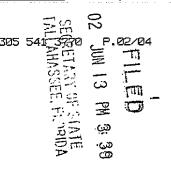
FLORIDA PROFIT CORPORATION OR P.A.

ULTIMATE PHOTO LAB, INC.

Certificate of Status	0
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JUN-13-2002 12:48

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ARTICLES OF INCORPORATION

OF

ULTIMATE PHOTO LAB, INC.

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE !

The name of this corporation shall be: ULTIMATE PHOTO LAB, INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 2700 N. 29 AVENUE, SUITE #301, HOLLYWOOD, FL 33020

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are <u>4</u> shares common stock having no individual par value.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: RICARDO SAINT-CYR 2700 N 29 AVE SUITE 301HOLLYWOOD, FL 33020

ARTICLE VII

The name and address of the officers and initial board of directors shall be:

FREDO DUTES
PRESIDENT

2700 N. 29 AVENUE, SUITE #301

HOLLYWOOD, FL 33020

GEORGE FABRE, SR. VICE-PRESIDENT

2700 N. 29 AVENUE, SUITE #301

HOLLYWOOD, FL 33020

KARINE DUTES

2700 N. 29 AVENUE, SUITE #301

HOLLYWOOD, FL 33020

EUPHESE SAINT-CYR
ASST. TREASURER

2700 N. 29 AVENUE, SUITE #301

HOLLYWOOD, FL 33020

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Empire Corporate Kit of America, Inc. 2444 N.W. 7TH PLACE MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this <u>13TH</u>

day of <u>JUNE</u>, 2002.

INCORPORATOR
Ray Stormont Signing for

Empire Corporate Kit of America, Inc.

402000 152181

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

ULTIMATE PHOTO LAB, INC. (Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

REGISTERED AGENT

REGISTERED AGENT

TALLAHASSEE, FLORIDA

TALLAHASSEE, TALL

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