

TRANSMITTAL LETTER

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

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-07/02/02--01031--010
*****78.75 *****78.75

SUBJECT: TWO SISTERS STUDIO'S INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: HAROLD PLOTKIN
Name (Printed or typed)

640 NORTH SHORE DRIVE
Address

MIAMI BEACH, FLORIDA 33141
City, State & Zip

786-290-1171
Daytime Telephone number

02 JUL - 2 AM 10:46
CLERK OF STATE
DIVISION OF CORPORATIONS

NOTE: Please provide the original and one copy of the articles.

25 JUL 03 2002

ARTICLES OF INCORPORATION
OF
TWO SISTERS STUDIO'S INC.

The undersigned incorporators associate themselves with the intention of forming a professional corporation pursuant to Chapters 607 and 621 of the Florida Statutes and adopt the following articles of incorporation for the corporation:

ARTICLE ONE

NAME

The name of the corporation is Two Sisters Studio's Inc.

ARTICLE TWO

PRINCIPAL OFFICE AND INITIAL REGISTERED AGENT

The address of the corporation's principal office is 91 NE 36th Street, City of Miami, State of Florida. The name of the initial registered agent of the corporation, located at that office, is Harold Plotkin.

ARTICLE THREE

DURATION

The period of the corporation's duration shall be perpetual, or until dissolved on a vote of the shareholders as provided in these articles.

ARTICLE FOUR

PURPOSE

The purpose of this corporation is to provide photo studio services, but it may engage in any lawful business.

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OFFICE OF STATE
COMMISSIONER OF CORPORATIONS

ARTICLE FIVE

CAPITAL STOCK

The total number of shares of stock which the corporation shall be authorized to issue or have outstanding at any one time is 1000 shares. These shares shall be of a single class of common stock, and shall have no par value.

ARTICLE SIX

TAX ELECTION

This corporation shall be designated and elects a Subchapter S corporation for federal and state tax purposes.

ARTICLE SEVEN

CAPITALIZATION

The amount of capital with which the corporation will begin to perform its business is not less than \$ 500.

ARTICLE EIGHT

CORPORATE POWERS

The corporation shall have all the rights and powers now or subsequently conferred on professional corporations by the laws of the State of Florida.

ARTICLE NINE

RESTRICTION ON TRANSFER OF SHEARES

All shares issued by this corporation shall be considered restricted and not freely transferable or alienable. Any party that wishes to sell, transfer and/or assign their shares must first offer them back to the corporation and all existing shareholders, whom shall have ninety (90) days to accept or reject said shares. The price of said shares shall be determined by an independent expert, and if more than one party wished to buy said shares, they shall be apportioned equally. All shares, when issued, shall have the notation conspicuously on them that states that the shares are restricted.

ARTICLE TEN

DERIVATIVE RIGHTS

The corporation, when it issues new and previously unissued shares, must first give to all existing shareholders the right to purchase an amount of shares, at the issuance price, equal to the amount that will keep their ownership percentage the same in the corporation. These derivative rights attach to the shares.

ARTICLE ELEVEN

INCORPORATORS

The name, street addresses and initial percentage ownership of the outstanding shares to be issued of each person signing these articles of incorporation as an incorporator is:

Harold Plotkin	640 N. Shore Drive Miami Beach, FL 33141	90% Ownership
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ARTICLE TWELVE

MANAGEMENT

The corporation shall be managed by its officers and shall not have a board of directors.

ARTICLE THIRTEEN

BYLAWS

The initial management shall submit the proposed bylaws to the shareholders at the initial shareholders meeting to be held not more than 60 days following the issuance of the Certificate of Incorporation. Following the adoption of the bylaws, the internal affairs of the corporation shall be regulated and managed in accordance with the bylaws.

ARTICLE FOURTEEN

DISSOLUTION

The corporation may be dissolved at any time by unanimous written consent of the shareholders. On dissolution, the corporate property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata.

THE UNDERSIGNED INCORPORATOR of this corporation have executed these articles of incorporation at MIAMI, FLORIDA, on 6/28/02, 2002.



INCORPORATOR

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



REGISTERED AGENT

6/28/02

DATE

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL -2 AM 10:46