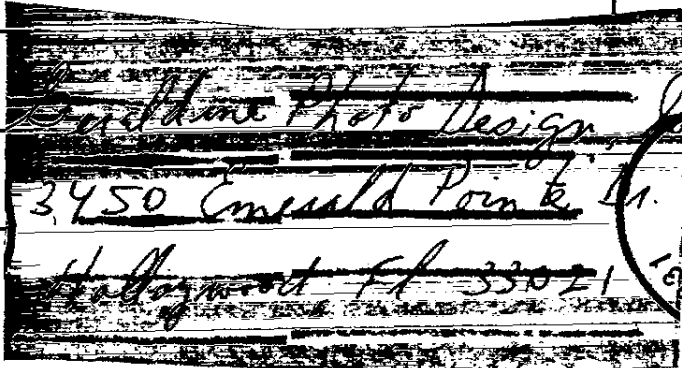


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(Requestor's Name)



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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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T.B.

**ARTICLES OF INCORPORATION
OF
GERALDINE PHOTO DESIGN, INC.**

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

ARTICLE I - NAME

The name of the corporation shall be GERALDINE PHOTO DESIGN, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3450 Emerald Pointe Dr. # 103-A
Hollywood, FL 33021

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000).

ARTICLE IV - NAME(S) OF INTIAL OFFICERS/DIRECTORS

The name(s) of the initial officer(s)/director(s) are:

Geraldine M. Lago
3450 Emerald Pointe Dr. # 103-A
Hollywood, FL 33021

ARTICLE V - INTIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Ms. Geraldine M. Lago
3450 Emerald Pointe Dr. # 103-A
Hollywood, FL 33021

ARTICLE VI - INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):

Ms. Geraldine M. Lago
3450 Emerald Pointe Dr. # 103-A
Hollywood, FL 33021

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JAN 27 2003

ARTICLE VII - PURPOSE

The purpose of this corporation shall be:

To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 22 day of JANUARY, 2003.

Signature

Signature

Signature

Prepared by:
Carlos A. Bruzos, CPA
420 S. Dixie Hwy, Suite 2B
Coral Gables, FL 33146

**CERTIFICATE OF DESIGNATION OF
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 REGISTRERED
OFFICE/REGISTRERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: GERALDINE PHOTO DESING, INC.
2. The name and address of the registered agent and office is:

Ms. Geraldine M. Lago
3450 Emerald Pointe Dr. # 103-A
Hollywood, FL 33021

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STATE
OF FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designed 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

Date

01/22/03