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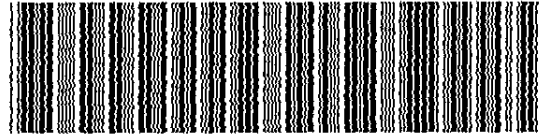
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 0721000000032

REFERENCE : 205398 81188A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 78.75

ORDER DATE : August 14, 2003

ORDER TIME : 2:26 PM

ORDER NO. : 205398-005

CUSTOMER NO: 81188A

CUSTOMER: Mr. Reynold Heraux
Reyddy Corporation

210 Sw 15 Road

Miami, FL 33129

DOMESTIC FILING

NAME: PMS PHOTO STUDIO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret - EXT. 1149

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

OF

PMS PHOTO STUDIO, INC.

I, the undersigned incorporator of this corporation under chapter 607, Florida statute, as amended, adopt the following Articles of Incorporation:

ARTICLE I- NAME

The name of the corporation is: PMS PHOTO STUDIO , INC.

ARTICLE II- PURPOSE

The general nature of this business to be conducted by this corporation is:

- 1- To offer all PHOTOGRAPHIC services and all related services.
- 2- To employ, hire and appoint corporations, firms and individuals in any and all parts of the world to act as the Board of Directors. May determine agents in such capacity and on such conditions as from time to time.
- 3- To acquire by purchase, lease or otherwise, and operate vehicles or equipment of every description.
- 4- To purchase, lease, or otherwise acquire, equip, hold, own, improve, develop, manage, maintain, control, operate, lease, mortgage, create security interests in create liens upon, sell, convey, dispose of and turn to account any and all property, real and personal, improved and unimproved of very kind and description, incidental to, connected or suitable, necessary or convenient for any purpose enumerated herein, including all or parts of properties, assets, business and goodwill of any persons, corporations, or associations.
- 5- To carry on any other business or enterprise which may be carried on or exercised by a corporation organized under 607, Florida Statute, as amended except a banking, safe deposit, trust, insurance surety, express, railroad, canal, telephone, or cemetery company, a building and loan association, fraternal benefit society, state fair or exposition.
- 6- To import and export merchandise of all kinds.
- 7- To carry on as a business and immigration consultant.

ARTICLE III- CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time is 5,000 shares of common stock having a par value of \$1.00. The board of directors may authorize the issuance of such stock to such persons upon terms and for such considerations, as they may deem appropriate. The consideration may include money or other property that shall be received at just valuation to be fixed by the Board of Directors of the corporation. All such stock when issued shall be fully paid for exempt from assessment.

ARTICLE IV- DURATION

This corporation shall have perpetual existence.

ARTICLE V- PRINCIPAL PLACE OF BUSINESS

The principle office of this corporation shall be: 210 SW 15 Road, MIAMI, FL 33129 or other such place as may be designated by the board of directors.

ARTICLE VI- DIRECTORS AND INITIAL OFFICERS

The initial Board of Directors shall consist of 1 member(s). The number of directors may be increased from time to time by vote of the stockholders, but in no case the number of directors be less than one. Said directors shall be of full age and at least one of them be a citizen of the United States. Any director may be removed without cause at any annual meeting where a quorum is present in person or proxy.

The name and address of the member(s) of the first Board of Directors is/are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
PAMELA CIRIMELE	PRESIDENT	210 SW 15 RD
	And SECRETARY	MIAMI, FL 33129

ARTICLE VII- REGISTERED AGENT

The initial registered agent of the corporation to accept service of process within the State of Florida is designated as REYNOLD HERAUX, 15343 SW 42 TER, MIAMI, FL 33185.

ARTICLE VIII- MANAGEMENT BY STOCKHOLDERS

All corporate power shall be exercised exclusively by or under the authority of the shareholders, and the business and affairs of this corporation shall be managed under the direction of the shareholders. The shareholders shall elect the following officers: a President, a Treasurer, and a Secretary, and as many Vice-Presidents, Assistant Treasurer as the shareholders, from time to time, deem advisable, provided that any one or some of said officers may be held by the same person. The annual meeting of the Corporation shall be held on such date as provided by the Bylaws of the corporation, which said Bylaws may be amended at anytime in accordance with their provisions. The incorporators shall manage the business of the corporation until they are issued outstanding shares of stock standing in the name of the shareholders of record.

ARTICLE IX- UNANIMOUS CONSENT

The shareholders, by unanimous consent, evidenced by a writing included among the minutes of the corporation, may agree to the doing of any act, and

such consent in writing as aforesaid shall have the same force and effect as though a formal meeting had been done and authorized at a meeting at which a quorum had been present.

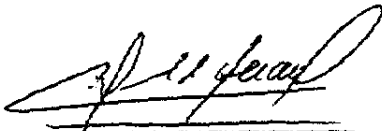
IN WITNESS WHEREOF, the person(s) named below have hereby executed these articles of incorporation for the uses and purposes therein state on this 11 day of August 2003.


PAMELA CIRIMELE

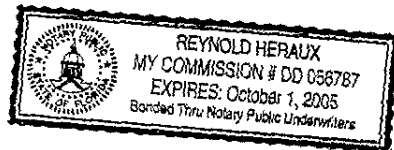
STATE OF FLORIDA
COUNTY OF DADE

I, hereby certify that on this day before me, as a Notary Public duly authorized in the State of Florida and county named above to take acknowledgement, personally appeared to me known to be the person(s) described, the subscriber to the foregoing Articles Of Incorporation in and executed the same freely and voluntary for the uses and purposes therein expressed.

WITNESS my hand and official seal at Dade County, Florida this 11 day of August 2003.



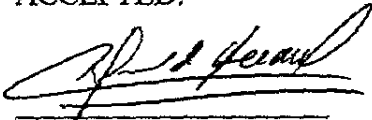
Notary Signature and Seal.



REGISTERED AGENT

In pursuance of Chapter 48.092, Florida Statutes, the following is submitted in compliance with the said act. That PMS PHOTO STUDIO, INC. desiring to organize under the State of Florida, with its principal office as indicated in the Article of Incorporation at the city of Miami, County of Dade, State of Florida has named REYNOLD HERAUX, 15343 SW 42 TER, Miami, FL 33185 as its registered agent in the State of Florida.

ACCEPTED:

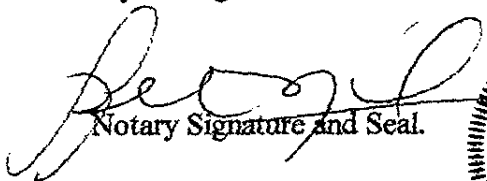


REYNOLD HERAUX

STATE OF FLORIDA
COUNTY OF DADE

I, HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and county above named, to take acknowledgement, personally appeared REYNOLD HERAUX to me known to be the person described in and who executed the foregoing Registered Agent Certificate and acknowledged before me that he subscribed to said Certificate.

WITNESS my hand and official seal in the County and State above named this 11 day of August 2003.



Notary Signature and Seal.



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