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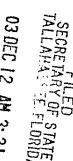
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ARTICLES OF INCORPORATION

OF.

Willy's Photo Studio, Corporation

SECRETARY OF STATE TALLAHASS TE.FLORIDA

ARTICLE I - NAME

The name of the corporation is Willy's Photo Studio, Corporation

ARTICLE II - DURATION

this corporation is to exist perpetually

ARTICLE III - PURPOSE

this corporation is organized for the purpose of transacting any lawful business.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of one Dollar (\$1.00) par value common stock.

ARTICLE V - PREMPTIVE RIGHTS

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE,

the principal office of the corporation is at 1990 W 56 St. Apt. 1418, Hialeah, Fl 33012

ARTICLE VII- OFFFICERS AND DIRECTORS

The name(s) and street address(es) of the individual officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until successor(s) is (are) elected, is (are):

Guillermo Varela (President)

1990 W 56 St.

Apt. 1418

Hialeah, Fl 33012

ARTICLE VIII

INCORPORATORS

The name and street address of the incorporator to this articles of incorporation is:

Guillermo Varela (President)

1990 W 56 St.

Apt. 1418

Hialeah, Fl 33012

ARTICLE IX - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation on this December 9, 2003

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERD OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigning 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.

Name of the corporation: Willy's Photo Studio, Corporation.

The name and address of the register agent and office is:

Guillermo Varela (President)

1990 W 56 St.

Apt. 1418

Hialeah, Fl 33012

Have been named to accept service of process for the above stated corporation, at the place designed in this certificate, I hereby agree to act on this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida Statutes.

Date 12 - ((