

Division of Corporations

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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

24 IMAGE INC

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE

Glanda E. Hood
Secretary of State

August 13, 2004

FAS-T CORP. AGENTS, INC.

SUBJECT: 24 IMAGE INC
REF: W04000031015

We have received your document for 24 IMAGE INC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White
Document Specialist
New Filings Section

FAX Aud. #: E04000166416
Letter Number: 704A00050290

ARTICLES OF INCORPORATION

24 IMAGE INC

I, the undersigned, being desirous of forming a corporation under the Laws of the State of Florida, Declare:

ARTICLES I: NAME

The name of this Corporation shall be: 24 IMAGE INC

ARTICLE II: Authorized Shares

The maximum number of shares, which the corporation is authorized to issue and have Outstanding at any time, is 1000 shares of common stock, and which common stock shall have a par of \$1.00 (one dollar) per share. All stock is to be issued fully paid and exempt from assessment.

ARTICLE III: Terms of Corporate Existence

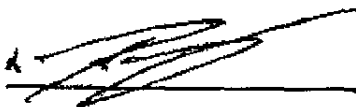
The date when corporate existence shall commence shall be upon the filing of these Articles with the Department of State. The corporation shall have perpetual existence unless dissolved according to law.

ARTICLE IV: Registered Office and Agent

In Pursuance of Chapter 607.34 Florida Statutes, the Following is submitted, in compliance with said Act:

First- That 24 IMAGE INC, desiring to organize under the laws of the State of Florida with its registered office as indicated in the articles of incorporation at City of Miami, County of Miami-Dade, State of Florida had named, PABLO LUACES, 19390 COLLINS AVE #PH 12, SUNNY ISLE, FL 33160 as its agent to accept service of process within this state.

Having been named to accept service of process for the above state corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



PABLO LUACES

Registered Agent

By: Horta Accounting Services Corp

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ARTICLE V: Principal Place of Business

The principal place of business and address is the following:

19390 COLLINS AVENUE, #PH 12, SUNNY ISLES, FL 33160

ARTICLES VI: Directors

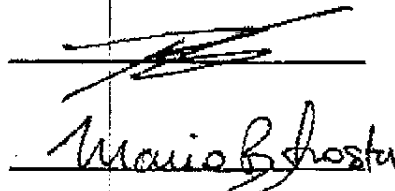
The Board of Directors shall manage the business of the corporation. The number of directors of the corporation shall be no less than (1) nor more than seven (7), the exact number to be determined from time to time in accordance with the By-Laws and any Shareholders Agreement effect.

This corporation shall have one (1) director(s) initially.

The name and address of the initial Directors of this Corporation are:

PABLO LUACES 50%
19390 COLLINS AVENUE, SUNNY ISLE, FL 33160

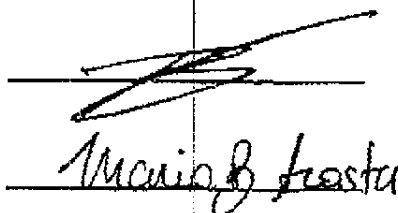
MARIA BELEN 50%
19390 COLLINS AVENUE, SUNNY ISLE, FL 33160



The name and address of the incorporators and subscribers hereto is as follows:

PABLO LUACES PRESIDENT
19390 COLLINS AVENUE, SUNNY ISLE, FL 33160

MARIA BELEN VICE PRESIDENT
19390 COLLINS AVENUE, SUNNY ISLE, FL 33160



By: Horta Accounting Services Corp

Corporate director and every officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fee reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer of the corporation, or willful misfeasance in the performance of his duties; provided that in the event of settlement the indemnification herein shall apply only when the Board of Directors approves, by a two-

Thirds vote, such settlement and reimbursement and reimbursement as being for the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

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