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FLORIDA PROFIT CORPORATION OR P.A.

f22 studio, inc.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

January 25, 2005

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SUBJECT: F22 STUDIO, INC.  
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION

OF

F22 STUDIO, INC.

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I, the undersigned, hereby associate myself for the purpose of becoming a corporation under the provisions of the General Business Corporation Act of the State of Florida.

ARTICLE I

The name of the corporation shall be: **F22 STUDIO, INC.**

ARTICLE II

This corporation shall have perpetual existence unless dissolved voluntarily or involuntarily

ARTICLE III

The general purpose for which this corporation is organized shall include all transactions of any and all lawful business permitted under the General Business Corporation Act and the laws of the State of Florida.

ARTICLE IV

The initial capital of this corporation shall be in excess of one hundred dollars (\$100.00).

ARTICLE V

The maximum number of shares of capital stock that this corporation is authorized to issue is 100 shares of common stock, having a par value of one dollar (\$1.00) per share. This class of shares shall have full voting rights.

The corporation shall have the power to amend these Articles at any time to provide for the issuance of additional classes of stock and to declare provisions for preferences, limitations, and relative rights in respect to the shares of each class.

Prepared by: James K. Rubin, Esq.  
Florida Bar No.: 0131474  
1100 N.E. 163<sup>rd</sup> Street, Suite 101  
Miami Beach, Florida 33162  
(305) 940-7005

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**ARTICLE VI**

The street address of the principle office of the corporation shall be: 536 14<sup>th</sup> Street, Suite 209, Miami Beach, Florida 33139.

**ARTICLE VII**

The number of directors constituting the initial board of directors of the corporation is at least one but no more than five, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until successors are elected and shall qualify are:

CARA PASTORE  
PO Box 397  
Miami Beach, Florida 33119

**ARTICLE VIII**

The names and address of the first officer of this corporation is as follows:

**PRESIDENT/ TREASURER/SECRETARY:**

CARA PASTORE  
PO Box 397  
Miami Beach, Florida 33119

**ARTICLE IX**

The shareholders of the corporation shall possess preemptive rights to acquire shares of stock issued by the corporation.

**ARTICLE X**

The name and address of the initial incorporator is as follows:

CARA PASTORE  
PO Box 397  
Miami Beach, Florida 33119

**ARTICLE XI**

The designated registered agent for this corporation and his address is as follows:

CARA PASTORE  
536 14 Street, # 209  
Miami Beach, Florida 33139

**ARTICLE XII**

The corporation may adopt by-laws and regulations creating, defining, limiting and regulating the powers of the corporation, the directors and stockholders, or any class of stockholders including but not limited to any provision for cumulative voting for directors, and any provisions which are required or permitted under the General Business Corporation Act of the State of Florida.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation for F22 STUDIO, INC., this 24 day of January 2005.

  
\_\_\_\_\_  
CARA PASTORE

STATE OF FLORIDA        )  
                                  )  
COUNTY OF DADE        ) ss.:

BEFORE ME, the undersigned authority, this 24 day of January 2005, personally appeared CARA PASTORE, who produced a drivers license, and after being duly sworn on oath, deposed and said he has fully read and understood the foregoing Articles of Incorporation for F22 STUDIO, INC., and have executed same knowingly and voluntarily for the purposes expressed therein.

SWORN TO AND SUBSCRIBED before me this 24 day of January 2005.



  
\_\_\_\_\_  
(NOTARY PUBLIC, State of Florida

James K. Rubin  
Printed Name

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CERTIFICATE OF DESIGNATION

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED; F22 STUDIO, INC., DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS CORPORATE ADDRESS AT: PO BOX 397, MIAMI BEACH, FLORIDA 33119, AND WITH ITS REGISTERED AGENT FOR SERVICE OF PROCESS WITHIN FLORIDA BEING CARA PASTORE AT 536 14<sup>th</sup> STREET, #209, MIAMI BEACH, FLORIDA 33139 HAVING BEEN MADE TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF DUTIES.

Cara Pastore  
REGISTERED AGENT  
CARA PASTORE

1/29/05  
DATE

STATE OF FLORIDA  
SECRETARY OF STATE

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