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· PICTURE DISCOUNT	5, INT.
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FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

January 24, 2005

LAZARUS

SUBJECT: PICTURE DISCOUNTS, INC.

Ref. Number: W05000003146

We have received your document for PICTURE DISCOUNTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

Please check the addresses throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

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Letter Number: 005A00003

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ARTICLES OF INCORPORATION

FILED SECRETARY OF STATI TALLAHASSEE, FLORII

05 JAN 25 AM ID: 55

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

ARTICLE | NAME

The name of the corporation shall be:

PICTURE DISCOUNTS, INC.

ARTICLES JI PRINCIPAL OFFICE

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

2751 NW 27TH STREET MIAMI, FL 33142

ARTICLES III SHARES

The numbers of shares of stock that this corporation is authorised to have outstanding at any one time is:

500 SHARES \$ 1.00 PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

ORESTE DIEGUEZ 2751 NW 27TH STREET MIAMI, FL 33142

ARTICLES V INCORPORATE(S)

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

ORESTE DIEGUEZ , 2751 NW 27TH STREET MIAMI, FL 33142

PRESIDENT, SECRETARY, TREASURER DIRECTOR

ARTICLE VI DIRECTOR (S)

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

ORESTE: DIEGUEZ 2751 NW 27TH STREET MIAMI, FL 33142

SIGNATURE

The undersigned incorporate(s) has (have) executed these Articles of Incorporation this __17TH __day of __JANUARY, __2005.

)		м	٠.
SIGNATURE ORESTE DIE	ORESTE DIEGUÉZ	-+-	RESIDENT, SEČRETA DIRECTO	RY, TREASURER
SIGNATURE				

Articles of Incorporation Filling Fee - \$35.00

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISION OF SECTION 607.051, FLORIDA STATUES, THE UNDERSIGNED 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.

The name of the corporation is:

PICTURE DISCOUNTS, INC.

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

ORESTE DIEGUEZ (Name)

2751 NW 27TH STREET (PO Box <u>not</u> acceptable)

MIAMI, FL. 33142 (City/State/Zip)

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

01/17/2005