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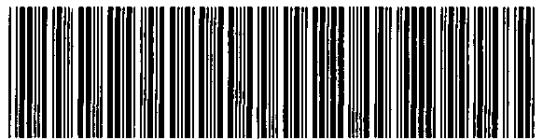
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

17H

JOHN M. LAWRENCE, JR.

Attorney at Law  
P. O. Box 941477  
Maitland, FL 32794  
Phone 407-617-8208 Fax 407-710-4241

January 14, 2010

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Photos by Cesar, Inc.

Gentlemen:

I am enclosing an original and one copy of the Articles of Incorporation of Photos by Cesar, Inc. and a check for \$78.75 for filing fees. Please file the same and return a certified copy to me.

Thank you for your cooperation in this matter

Sincerely,



John M. Lawrence, Jr.

APPROVED  
AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PHOTOS BY CESAR, INC.

**ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is PHOTOS BY CESAR, INC. and its principal place of business shall be located at 424 Suney Run, Casselberry, FL 32707

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transaction any or all lawful business.

**ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of common stock at One Dollar (\$1.00) par value, which shall be designated as "Common Shares".

**ARTICLE V - PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new shares of stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at a price at which it is offered to others.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 424 Surrey Run, Casselberry, FL 32707 and the name of the initial registered agent of this corporation at that address is Cesar P. Ocampo, Jr.

**ARTICLE VII - DIRECTORS**

Initially, this corporation shall have two (2) directors, who shall serve until their successors shall be elected at the first meeting of the stockholders and thereafter this corporation shall have no less than one (1) director constituting the Board of Directors. The number of directors may either be increased or decreased from time to time by the Bylaws. The name and address of the initial directors are as follows:

Name	Address
Cesar P. Ocampo, Jr.	424 Surrey Run Casselberry, FL 32707
Rina Elizabeth Arce-Ocampo	424 Surrey Run Casselberry, FL 32707

#### ARTICLE VIII OFFICERS

The names and addresses of the initial officers of the corporation, who shall serve until their successors shall be elected or appointed, are:

Name	Address
President: Cesar P. Ocampo, Jr.	424 Surrey Run Casselberry, FL 32707
Vice President: Rina Elizabeth Arce-Ocampo.	424 Surrey Run Casselberry, FL 32707
Secretary: Rina Elizabeth Arce-Ocampo.	424 Surrey Run Casselberry, FL 32707
Treasurer: Rina Elizabeth Arce-Ocampo.	424 Surrey Run Casselberry, FL 32707

#### ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles is: Cesar P. Ocampo, Jr., 424 Surrey Run, Casselberry, FL 32707

## ARTICLE X -INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or to any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his or her duties as an officer or director as provided in Section 607.0831, Florida Statutes (1991) as amended

## ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, and any right conferred on the shareholders is subject to this reservation. Articles may be amended at any time by a majority vote of the shareholders.

## ARTICLE XII- BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of January 2010.

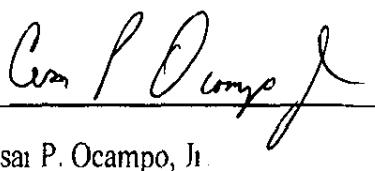
  
Cesar P. Ocampo, Jr.  
Incorporator

## CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted: that Photos by Cesar, Inc. desiring to organize or qualify under the laws of the State of Florida, has named Cesar P. Ocampo, Jr., 424 Surrey Run, Casselberry, FL 32707 as its agent to accept service of process within Florida.

Dated January 14, 2010

Photos by Cesar, Inc.

By   
Cesar P. Ocampo, Jr.

President

## ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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 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.

Dated January 14 2010



Cesar P. Ocampo, Jr.

Registered Agent

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AND  
FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA