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ALVAREZ & ALVAREZ-ZANE**

A Professional Association  
Falls Business Center  
8861 S.W. 131<sup>st</sup> Street  
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betsy@pipsuits.com

July 8, 2010

Department of State  
New Filing Section  
Division Of Corporations  
Post Office Box 6327  
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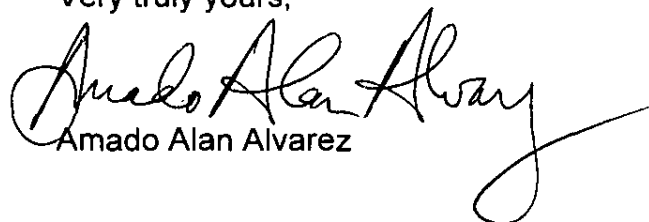
Re: VARONA PHOTOGRAPHY, INC.

Dear Sir or Madam:

Enclosed are the original and one copy of the duly executed Articles of Incorporation of Varona Photography, Inc. for filing with the Department of State, as well as Check No. 10528 in the amount of Eighty Seven and 50/100 Dollars (\$ 87.50) to cover the cost of the Filing Fee, the Designation of Registered Agent, a Certified Copy, and a Certificate of Status.

Thank you for your attention and cooperation.

Very truly yours,

  
Amado Alan Alvarez

Encl.

cc: Elena Varona

**ARTICLES OF INCORPORATION  
OF  
VARONA PHOTOGRAPHY, INC.**

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**FILED**  
10 JUL 15 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation for pecuniary profit under the provisions of Chapter 607 of the Florida Statutes, hereby makes, subscribes, acknowledges, and files the following Articles of Incorporation:

**ARTICLE I - Name**

The name of this corporation is **VARONA PHOTOGRAPHY, INC.**

**ARTICLE II - Principal Place of Business**

The principal place of business and mailing address of this corporation is **3805 S.W. 125th Avenue, Miami, Florida 33175.**

**ARTICLE III - Purpose**

This corporation shall have the authority to engage in any lawful business authorized under the laws of the United States of America and the State of Florida, including, but not limited to, performing any and all acts whatsoever in order to implement the business purpose of this corporation.

**ARTICLE IV - Duration and Commencement**

This corporation shall have a perpetual existence, commencing on the date of the filing of these Articles by the Department of State.

**ARTICLE V - Capital Stock**

This corporation is authorized to issue 1,000 shares of common stock having a \$1.00 par value per share. These stocks shall be designated as common stocks.

**ARTICLE VI - Initial Board of Directors**

This corporation shall have one director initially. The number of directors may be

increased or diminished from time to time by a vote of the majority of the shareholders, but shall never be less than one. The name and address of the initial director of this corporation is: **Elena Varona, 3805 S.W. 125th Avenue, Miami, Florida 33175.**

#### **ARTICLE VII - Initial Registered Office and Agent**

The name and address of the initial registered agent and the initial registered office is: **Amado Alan Alvarez, Esquire, Law Offices of Alvarez & Alvarez-Zane, 8861 S.W. 131st Street, Miami, Florida 33176.**

#### **ARTICLE VIII - Bylaws**

The bylaws of this corporation may be adopted, altered, amended or repealed by a majority of the shareholders.

#### **ARTICLE IX - Indemnification**

This corporation shall indemnify any officer, director, or any former officer or director, to the fullest extent permitted by law.

#### **ARTICLE X - Incorporator**

The name and address of the person signing these Articles of Incorporation is: **Elena Varona, 3805 S.W. 125th Avenue, Miami, Florida 33175.**

#### **ARTICLE XI - Amendment**


The Articles of Incorporation may be altered, amended, changed, rescinded or additional articles may be adopted by a majority vote of the shareholders of the corporation.

#### **ARTICLE XII - Officers**

The corporation shall have a president, a secretary and a treasurer and may have additional and assistant officers, including, without limitation thereto, one or more vice-presidents, assistant secretaries, and assistant treasurers. A person may hold more than one office at one time. Such officers shall be elected by the board of directors. The board may remove any or all of the officers from office with or without cause and at such

time as the board may determine. The names, addresses and positions of the persons who will serve as the initial officers of the corporation are as follows: **Elena Varona, 3805 S.W. 125th Avenue, Miami, Florida 33175.**

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation, this 8th day of July, 2010.

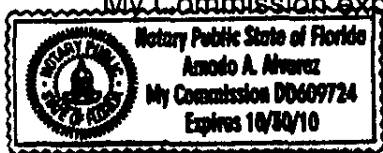
  
ELENA VARONA  
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TALLAHASSEE, FLORIDA

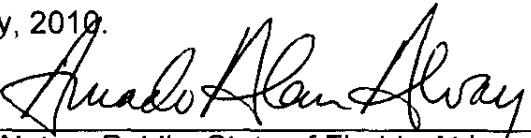
STATE OF FLORIDA     }  
COUNTY OF DADE     }

**BEFORE ME**, a notary public authorized in the State of and County set forth above, personally appeared **ELENA VARONA**, personally known to me to be the person described in and who, as incorporator, executed the foregoing Articles of Incorporation, and acknowledged before me that he executed those Articles of Incorporation for the purposes therein described.

**IN WITNESS WHEREOF**, I hereto set my hand and affix my official seal, in the State and County aforesaid, this 8th day of July, 2010.

My Commission expires:

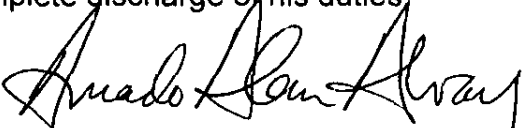


  
Notary Public, State of Florida At Large

**ACCEPTANCE BY REGISTERED AGENT**

Having been named to accept service of process for the above-stated corporation, at the place designated in Article VI of these Articles of Incorporation, the undersigned person hereby agrees to act in this capacity, and further agrees to comply with the provision of all statutes relative to the proper and complete discharge of his duties.

**DATED** this 8th day of July, 2010.

  
AMADO ALAN ALVAREZ  
Registered Agent