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TALLAHASSEE, FLORIDA

509-

W140000020970

4/22/14

# **TRANSMITTAL LETTER**

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: ***Eric's Photo Services, Corp.***  
**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed is an original and (1) copy of the Articles of Incorporation and a check for

☐ \$70.00    ☐ \$78.75  
Filing Fee    Filing Fee &  
                    Certificate of  
                    Status

☒ \$78.75    ☐ \$87.50  
Filing Fee    Filing Fee  
\$ Certified Copy    Certified Copy  
                    \$ Certificate

ADDITIONAL COPY REQUIRED

FROM: ***Mr. Eric Walker***  
                    Name (printed or typed)  
***16235 SW 19<sup>th</sup> Street***  
                    Address  
***Miramar, Florida 33027***  
                    City, State, Zip  
Telephone: ***(954) 658-2234***

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TALLAHASSEE, FLORIDA

**Note: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 2, 2014

MR. ERIC WALKER  
16235 SW 19TH STREET  
MIRAMAR, FL 33027

SUBJECT: ERIC' PHOTO SERVICES,CORP.  
Ref. Number: W14000020970

We have received your document for ERIC' PHOTO SERVICES,CORP. and your check(s) totaling \$78.75. 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.

Please return the corrected 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) 245-6052.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 614A00007041

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation**  
Of  
**Eric's Photo Services, Corp.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, desiring to for a Corporation under the laws of the State of Florida, do hereby accept all the rights and privileges, benefits and obligations conferred and imposed by said laws and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

**Article I. Corporate Name**

The Name(s) of this Corporation shall be:

**Eric's Photo Services, Corp.**  
**16235 SW 19<sup>th</sup> Street**  
**Miami, Florida 33027**

**Article II. Terms of Existence**

This Corporation shall have: Perpetual Existence.

**Article III. Purpose and Powers**

This Corporation is organized for the purpose of engaging in all lawful business permitted to corporations organized under the Florida General Corporation Act, as in effect from time to time.

The Corporation shall give all the powers set forth in the Florida General Corporation Act, as is in effect from time to time including; but not limited to the following powers:

- a) To conduct and operate a business engaging in any lawful manner and pertaining to the Photographic Arts and Development Business to include; but not be limited to Photographic Art and Development. The company may acquire all of the necessary supplies, materials and other equipment to perform services in the Photographic Arts and Development Business.
- b) To purchase, or otherwise dispose of and to invest in, trade in, deal in and with goods, wares, merchandise, personal property and services of every class, kind and description in the Photographic Arts and Development Business.
- c) To act as a broker, agent or factor for any person, firm or corporation in the Photographic Arts and Development Business to include; but not be limited to Studio, Location, Motion Picture Stills, Exhibits, Gallery, etc.
- d) To Purchase, lease or otherwise acquire real and personal property and leaseholds thereof and interest therein, and to own, hold, manage, develop, improve, equip, maintain and operate and to sell, convey, exchange, lease or otherwise alienate and dispose of, and to exploit, pledge or

otherwise encumber any and all such property and any and all legal equitable rights thereunder and interest herein.

- e) To borrow or raise money for any of the proposes of the Corporation and from time to time without limit as to amount to draw, make accept, endorse, execute, issue promissory notes, drafts, bill of exchange, warrants, bonds and other negotiable and non-negotiable instruments and evidence of indebtedness, and to secure payment thereof a conveyance or other assignment in trust, in whole or in part, in the assist of the Corporation, real, personal or mixed including contract right, whether at the time owned or thereafter acquired.
- f) To guarantee, endorse, purchase, hold, sell, transfer, exploit, pledge, or otherwise acquire or dispose of the shares of the capital stock in exercise all the rights, powers, and privileges of ownership, including the rights to vote such stock.
- g) To enter into make, perform and carry out contracts and arrangement of every sort and kind which many be necessary or convenient for the business of the Corporation or business of a similar nature with any person, firm, corporation, association or syndicate or any private or municipal body existing under the government so far as or to the extent that the same may be done or performed pursuant to law.
- h) To enter into or become a partner in an agreement for sharing profits, union of interest, cooperation, joint venture or otherwise with any person, firm, corporation now carrying on or about to carry on any business which this corporation has the direct or incidental authority to pursue.
- i) In general, to do any and all of the acts and things herein set forth to the same extent as natural persons could do and any part of the world as principal, factor, agent, contractor, broker, or otherwise, either alone or in company with any entity or individual to establish one or more offices and or shareholders may be held and all or any part of the Corporation's business may be conducted; and to exercise all or any of its corporate powers and rights in the State of Florida and United State of America and any foreign countries.
- j) To do everything necessary, proper, advisable or convenient for the accomplishment of any of the purposes or attainment of any of the objects or the furtherance of any of the powers herein set forth, and to do every other act and thing incidental thereto or connected therewith, to the extent permitted by the laws of the State of Florida and the United States of America.

## ***Article IV. Capital Stock***

There is to be 1,00 share at a cost of \$100.00 per each in this Corporation.

### ***Article V. Initial Capital***

The maximum number of shares that this Corporation is Authorized to have outstanding at any one time is 1,000 share of common stock, each having no par value.

The considerations to be paid for each share shall be fixed by the Board of Officers and any share so liable to any further call or assessment thereon, and the holders of such share shall not be liable to any further incorporation of the directors.

The Capital Stock may be paid for in property, labor or services at just valuation to be fixed by the incorporation of the Officers.

The stock shall be issued from time to time as may be determined by the Board of Officers. All of the issued stock of all classes shall be subject to the following restriction on transfer:

- a) Each shareholder's share offer to the remaining shareholder or to this corporation a thirty (30) "first refusal" option to purchase his/her stock should he or she elect to sell his/her shares of capital stock of this Corporation.
- b) The shareholders of this Corporation shall have preemptive rights to acquire unissued or treasury share of capital stock of this Corporation, in proportion to their interest in the outstanding capital of the Corporation.
- c) Upon dissolution or liquidation of the Corporation, the holders of stock shall be entitled to distribution as their holdings may appear upon the stock records of the Corporation.

## Articles VI. Officers

This Corporation shall have initially one President/C.E.O. The number of other Officers may be increased or diminished from time to time according to the Bylaws of the Corporation.

The name and mailing address of the initial President who shall hold office until his successor or successors are elected and have qualified is as follows:

*Mr. Eric Walker, President/C.E.O.  
16235 SW 19<sup>th</sup> Street  
Miramar, Florida 33027*

## Article VII. Officers

The names, addresses of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

Name	Street Address	Office
Mr. Eric Walker	16235 SW 19 <sup>th</sup> Street, Miramar, Florida	President/C.E.O.
Mr. Karim Mohammad	16235 SW 19 <sup>th</sup> Street, Miramar, Florida	Vice President
Mr. Eric Walker	16235 SW 19 <sup>th</sup> Street, Miramar, Florida	Secretary/Treasurer

## Article VIII. Incorporator

The name and mailing address of the Incorporator is as follows:

*Mr. Eric Walker, President/C.E.O.  
16235 SW 19<sup>th</sup> Street  
Miramar, Florida 33027*

IN WITNESS WHEREOF, the above names Incorporator(s), Officers and Registered Agent has hereunder subscribed his name, this 15 day of April, 2014

Eric R. Walker

Incorporator

Registered Agent

Certificate of Designation

Registered Agent/ Registered Office

Pursuant to the provisions of Section 607.0501, Florida Statutes, 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:

1. The Name of the Corporation is :  
Eric's Photo Services, Corp.
2. The name and address of the registered agent and office is:  
**Mr. Eric Walker, President/C.E.O.**  
**16235 SW 19<sup>th</sup> Street**  
**Miramar, Florida 33027**

Signature: Eric R. Walker  
Corporate Officer

Title: President.CEO

Dated: 4 / 15 /2014

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.

Signature: Eric R. Walker

Dated: 4 / 15 /2014

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