

P9500040587

TRANSMITTAL LETTER

FILED
95 MAY 22 PM 12:00
TALLAHASSEE, FLORIDA

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

SUBJECT: VEZZANI PORTRAITS Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: Alex M LINDER
Name (printed or typed)

10173 North West 16th St.
Address

CORAL SPRINGS, FL 33091
City, State & Zip

(305) 346 8030
Daytime Telephone number

500001495665
-05/22/95--01059--008
*****70.00 *****70.00

NOTE: Please provide the original and one copy of the articles.

BROWN MAY 23 1995

ARTICLES OF INCORPORATION

FILED
95 MAY 22 PM 12:08
TALLAHASSEE, FLORIDA

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

ARTICLE I NAME

The name of the corporation shall be:

VEZZANI PORTRAITS INC.

ARTICLE II PRINCIPAL OFFICE

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

10173 North West 16th Street
CORAL SPRINGS FL, 33071

ARTICLE III SHARES

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

— 100 —

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

~~ALEX M. LINDER~~
~~10173 NW 16th St~~
~~CORAL SPRINGS FL 33071~~
Robert LINDER
1900 SE 23rd Avenue
Ft Lauderdale FL, 33316

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

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

Alix M. LINDER
150 East 49th Street
New York, N.Y. 10017

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

14 day of May, 19 95.

President Alix Linder
Signature

Secretary Alix Linder
Signature

Treasurer Alix Linder
Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED
35 MAY 22 PM 12:03
TALLAHASSEE, FL

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.

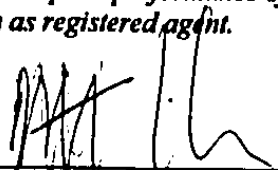
1. The name of the corporation is: VEZZANI PORTRAITS inc
2. The name and address of the registered agent and office is:

Robert LINDER
(NAME)

1900 SE 23rd Avenue
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Ft Lauderdale FL, 33316
(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.


(SIGNATURE)

5/16/95
(DATE)

P95000040587

- PORTRAITS DI MODENA INC. -

150 East 49th Street, New York, New York 10017
Phone: 1 (800) 4809943 Fax (212) 278 7457

August 28, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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09/02/97--01073--006
*****96.35 *****96.35

Please find enclosed the Amended Articles of Incorporation for **Portraits di Modena Inc.**

the incorporator is
Ms. Alix M. Linder
150 East 49th Street #4A
New York, New York 10017

Thank you.

Alix Linder

Alix Linder
President

FILED
97 SEP -2 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Amended

SEP 9 1997

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
97 SEP -2 AM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vezzani Portraits, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Please amend the following articles as indicated below:

Article No. 1 - Name - Please change the company name to:

Portraits Di Modena, Inc.

Article No. 4 - Agent and Street Address - Please change to:

Joseph G. Mott, Jr., CPA
Joseph G. Mott, Jr., P.A., CPA
500 W. Cypress Creek Road
Suite 400
Fort Lauderdale, Florida 33309

I, Joseph G. Mott, Jr., hereby acknowledge and accept the appointment of representing Portraits Di Modena, Inc. as its Registered Agent and accept the responsibilities deriving from this position.

Joseph Mott, Jr.
JOSEPH G. MOTT, JR, CPA

August 25, 1997
DATE

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: 08/01/97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 8 day of August, 19 97

Signature

Alix Linder

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Alix M. Linder

Typed or printed name

President

Title