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5/31/95

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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399

FROM: FAB-T CORP. AGENTS, INC.
8405 NW 53RD ST
SUITE C-100
MIAMI FL 33166-000

FAX: (904) 922-4000

CONTACT: LIDIA FERNANDEZ

PHONE: (305) 599-0839

FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: PHOTOGRAPHY BY FRANK SANCHEZ, INC.

FAX AUDIT NUMBER: H95000006080

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/31/1995

TIME REQUESTED: 15:17:36

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

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22 JUN 1995 11:22

06/01/95 15:18

FAS-T CORPORATE AGENTS

(305) 592-9591

P. 001



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 1, 1995

FAS-T- CORP. AGENTS, INC.

MIAMI, FL

SUBJECT: PHOTOGRAPHY BY FRANK SANCHEZ
REF: W95000011294

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return 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 (904) 487-6934.

Loria Poole
Corporate Specialist

FAW Aud. #: H95000006080
Letter Number: 795A00027364

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
Photography by Frank Sanchez, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be Photography by Frank Sanchez, INC. The address of the principal office and mailing address of the corporation is: 1501 S.W. 85th Ct. Miami FL, 33144.

ARTICLE II - DURATION

This corporation shall commence its existence immediately upon the filing of these Articles of incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III - PURPOSE

The corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida.

ARTICLE IV - AUTHORIZED SHARES

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:
500 shares of \$1.00 par value

Prepared by: Frank Sanchez
1501 S.W. 85th Ct.
Miami, Fl 33144
(305) 261-6958

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ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial office of this Corporation is: 1501 S.W. 85th Ct. Miami, Florida 33144.

The name of the initial registered agent of this Corporation is: Frank Sanchez.

ARTICLE VI - INITIAL BOARD OF DIRECTOR

This Corporation shall one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this Corporation is:

President: Frank Sanchez
1501 S.W. 85th Ct. Miami, Fl 33144.

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator to these articles of incorporation is:

Frank Sanchez
1501 S.W. 85th Ct. Miami, FL 33144.



Frank Sanchez

ARTICLE VIII - POWERS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

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ARTICLE IX - ENTITY

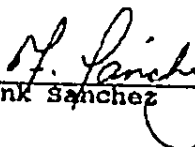
The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law either now or hereafter.

* * *

IN WITNESS WHEREOF, I, the undersigned, being the Incorporators hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto sign my name on this 31st day of May, 1995.



Frank Sanchez

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT WHOM PROCESS MAY BE SERVED.

In compliance with the laws of Florida, the following is submitted:

-- First, That Photography by Frank Sanchez, Inc. desiring to organize under the laws of the State of Florida, has named Frank Sanchez, 1501 S.W. 85th Ct. Miami, County of Dade, State of Florida, as its statutory Registered Agent.

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Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.



Frank Sanchez
Registered Agent

Dated this 31st day of
May 1995.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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