POOD ARIOS CHATTAH OF THE STATE OF THE STATE

APT. 602 N. MIAMI BEACH, FL. 33160

SEPTEMBER 6, 1996

96 SEP 11 ... 6 31

LAUTTOP : holds

DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHHASSEE, FL. 32302

SUBJECT:

ADUCAR PRO PHOTO INC.

Proposed Corporate Name

1.000000115145221 -03/12/96-01007-007 +++++70.75 *++++70.00

ENCLOSED YOU WILL FIND THE SUM OF \$78.75 AS WELL AS ONE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION.

THANKING YOU IN ADVANCE.

ROBERTO CARLOS CHATTAH

4h 9.13-ab

ARTICLES OF INCORPORATION

OF

ADUCAR PRO PHOTO INC.

26 86 / Any 34 THE UNDERSIGNED INCORPORATOR(S), FOR PURPOSE OF FORMING A CORPORATION UNDER THE THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I - NAME

THE NAME OF THIS CORPORATION IS:

ADUCAR PRO PHOTO INC.

ARTICLE II - PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

> 17021 NORTH BAY ROAD APT. 602 N. MIAMI BEACH, FL. 33160

ARTICLE III - CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

ONE THOUSAND COMMON SHARES AT ONE DOLLAR PAR.

<u>ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS</u>

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

ROBERTO CARLOS CHATTAH 17021 NORTH BAY ROAD **APT. 602** N. MIAMI BEACH, FL. 33160

ARTICLE V. INCORPORATOR(S)

THE NAME(8) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO THESE ARTICLES OF INCORPORATION IS (ARE):

1) ROBERTO CARLOS CHATTAH 17021 NORTH BAY ROAD APT. 602 N. MIAMI BEACH, FL. 33160

THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE) EXECUTED THESE ARTICLES OF INCORPORATION THIS 6TH DAY OF SEPTEMBER 1996.

John Could Challed

CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

26 Sep 1/1 Sty PURSUANT TO THE PROVISIONS OF SECTIONS 607,0501 OR 617,0501, 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:

ADUCAR PRO PHOTO INC.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

ROBERTO CARLOS CHATTAH
 (NAME)
17021 NORTH BAY ROAD APT. 602
 (P.O. BOX NOT ACCEPTABLE)
N. MIAMI BEACH, FL. 33160
 (CITY/STATE/ZIP CODE)

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 Role Carlo Challed

DATE 09/06/96