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CONTACT: RAY STORMONT FAX #: (305) 541-3770
PHONE: (305) 541-3694

NAME: PEGASUS PHOTO, INC.
AUDIT NUMBER.....H96000013294
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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ARTICLES OF INCORPORATION
OF
Pegasus Photo, Inc.

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

ARTICLE ONE

NAME

The name of the corporation shall be:

Pegasus Photo, Inc.

ARTICLE TWO

PRINCIPLE OFFICE

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

4641 Bougainville Dr.
Lauderdale-By-The-Sea, Fl 33308

ARTICLE THREE

CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at one time is one thousand shares of common stock with a par value of one dollar.

Steven Siegelau, C.P.A.
1700 University Drive Suite 300
Coral Springs, Florida 33071

(954) 753.2222

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ARTICLE FOUR

INITIAL REGISTERED AGENT & ADDRESS

The name & address of the initial registered agent is:

Charles Lisa
4641 Bougainville Dr.
Lauderdale-By-The-Sea, Fl 33308

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ARTICLE FIVE

INCORPORATOR

The name and street address of the Incorporator is:

Charles Lisa
4641 Bougainville Dr.
Lauderdale-By-The-Sea, Fl 33308

The undersigned has executed these Articles of Incorporation this
23rd day of September, 1996.

Signature

Charles Lisa

Date:

9/23/96

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CERTIFICATE OF DESIGNATED REGISTERED AGENT

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned Corporation, under the Laws of the State of Florida submits the following statement in designating the registered agent in the state of Florida.

1. The name of the corporation is:

Pegasus Photo, Inc.

2. The name and address of the registered agent is:

Charles Lisa
4641 Bougainville Dr.
Lauderdale-By-The-Sea, Fl 33308

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Signature: Charles Lisa

Date: 9/23/96

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 accept the appointment as Registered Agent and agree to comply with the provisions of all the 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: Charles Lisa

Date: 9/23/96

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