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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: FAS-T CORP. AGENTS, INC. ACCT#: 071001002335
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0539 FAX #: (305)716-0346

NAME: RONNIE'S PHOTO, INC.
AUDIT NUMBER.....H98000014951
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 12, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: RONNIE'S PHOTO, INC.
REF: W98000018349

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

ON THE CERTIFICATE OF DESIGNATION LIST ONLY (1) PERSON AS THE REGISTERED AGENT.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RONNIE'S PHOTO, INC

The undersigned incorporators, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of incorporation.

ARTICLE I: NAME

The name of the corporation shall be:
RONNIE'S PHOTO, INC

The principal place of business of this corporation shall be:
2020 COLLINS AVENUE
MIAMI BEACH, FL 33139

ARTICLE II: NATURE OF BUSINESS

This 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, or any other state, country, territory or nation.

ARTICLE III: CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:
ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared By: MJ TAXES & ACCOUNTING
420 Lincoln Road, Suite 387
Miami Beach, FL 33139
(305)-531-4542

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ARTICLE V: OFFICERS DIRECTORS

The names and street addresses of the initial officers and director, if any, who shall hold office the first year of the corporation's existence or until their successors are elected, are:

RONNIE RAMIREZ CASTANEDA
3600 MYSTIC POINTE DR. TOWER 300 #1214.
AVENTURA, FL 33180

INDIRA RAMIREZ
3600 MYSTIC POINTE DR. TOWER 300 #1214.
AVENTURA, FL 33180

ARTICLE VI: INCORPORATORS

The names and street addresses of the incorporators to this articles of incorporation are:

RONNIE RAMIREZ CASTANEDA
3600 MYSTIC POINTE DR. TOWER 300 #1214.
AVENTURA, FL 33180

INDIRA RAMIREZ
3600 MYSTIC POINTE DR. TOWER 300 #1214.
AVENTURA, FL 33180

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 10 days of August, 1998.

Signature of incorporators



Indira Ramirez.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:
RONNIE'S PHOTO, INC
2. The name and address of the registered agent and office is:
RONNIE RAMIREZ CASTANEDA
3600 MYSTIC POINTE DR. TOWER 300 #1214.
AVENTURA, FL 33180

SIGNATURE _____

TITLE: PRESIDENT

DATE: 08/10/98

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE performance OF MY DUTIES AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE _____

DATE: 08/10/98

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