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To: Division of Corporations
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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

FAJARDO PHOTOGRAPHY STUDIO, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 15, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: FAJARDO PHOTOGRAPHY STUDIO
REF: W98000028022

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.

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.

The name of the entity must be identical throughout the document.

IN ARTICLE IV, PLEASE CLARIFY EXACTLY WHEN THE EFFECTIVE DATE OF THIS CORPORATION IS TO BE. IT IS NOT CLEARLY STATED.

If you have any further questions concerning your document, please call (850) 487-6926.

Tracy Augsburger
Document Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

FAJARDO PHOTOGRAPHY STUDIO, INC.

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

ARTICLE I NAME

The name of the corporation shall be:
FAJARDO PHOTOGRAPHY STUDIO, INC.
The principal place of business shall be:
13120 SW 92 AVE # 214 miami, FL 33176

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.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: 1000 shares of \$ 1.00, which shall be designated "Common Shares".

ARTICLE IV TERM OF EXISTENCE

The Laws of State of Florida, the date on which corporate existence shall begin the date of filing. This corporation is to exist perpetually, unless sooner dissolved in accordance with the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected is (are):

ALFONSO J FAJARDO
13120 SW 92 AVE # 214
MIAMI, FL 33176

Prepared by:
Juan Figueroa,
4544 E. 4th. Ave.
Hialeah, Fl 33010
(305) 885-7788

ARTICLE VI INCORPORATOR(S)

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

ALFONSO J. FAJARDO -PRES/TRE 13120 SW 92 AVE 214 MIAMI FL 33176
FRANK J. TORRES -VICE PRE 2402 MONACO DR CEDAR PARK TX 78613
MERCEDES TORRES -SECRE 2402 MONACO DR CEDAR PARK TX 78613

ARTICLE VII INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former Officer or Director, to the fullest extent permitted by law.

ARTICLE VIII AMENDMENT

These Articles of Incorporation may be amended in any manner consistent with the Laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporator(s) has have executed these Articles of Incorporation, this 4th day of December, 1998.

Alfonso J. Fajardo
Alfonso J. Fajardo - President/Treasurer

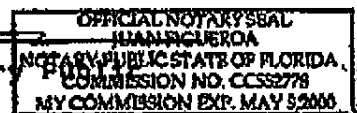
Frank J. Torres
Frank J. Torres - Vice/President

Mercedes Torres
Mercedes Torres - Secretary

STATE OF FLORIDA
COUNTY DADE

THE FOREGOING instrument was acknowledged and sworn to before me this 4th day of December, 1998, by Alfonso J. Fajardo, Frank J. Torres and Mercedes Torres of Fajardo Photography studio, INC.

Notary



My commission expires May 5, 2000

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

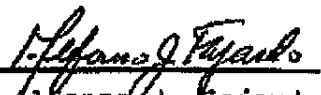
Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida

1.- The name of the Corporation is:

FAJARDO PHOTOGRAPHY STUDIO, INC.

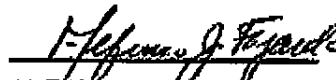
2.- The name and address of the Registered Agent and Office is:

**ALFONSO J. FAJARDO
13120 SW 92 AVE #214
MIAMI, FL 33176**


**Alfonso J. Fajardo
President/Treasurer
December 4th, 1998**

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 FUTURE AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVES TO THE PROPER AND COMPLETE PERFORANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTIONS 607.325 FLORIDA STATUTES.


**ALFONSO J. FAJARDO
DECEMBER 4TH, 1998**

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TALLAHASSEE, FLORIDA