

PP9900068494

OFFICE USE ONLY (Document #)

LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FOTOSHOW, INC

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)



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Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

99 AUG -2 PM 3:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 28, 1999

LAZARUS

MIAMI, FL

SUBJECT: FOTOSHOW, INC.
Ref. Number: W99000017448

We have received your document for FOTOSHOW, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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 (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 299A00038487

RECEIVED
CORPUS-2 PM 2:56
JUL 29 1999
TALLAHASSEE, FL

ARTICLES OF INCORPORATION

OF

Fotoshow Group, Inc.

99 AUG -2 PM 3:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator(s), 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:

Fotoshow Group, Inc.

The principal place of business of this corporation shall be:

4725 NW 72nd Avenue
Miami, Florida 33166

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 par value that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND SHARES with a \$1.00 par value.

ARTICLE IV - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V - OFFICERS DIRECTORS

The name(s) and street address (es) of initial officer(s) and directors(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):

Jose Manuel Garrido
4725 NW 72nd Avenue
Miami, Florida 33166

Michael Glinsky
169 East Flagler Street #1518
Miami, Florida 33131

Marta Arregoces Garrido
4725 NW 72nd Avenue
Miami, Florida 33166

ARTICLE VI - INCORPORATOR (S)

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

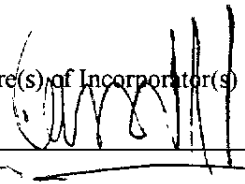
Jose Manuel Garrido
4725 NW 72nd Avenue
Miami, Florida 33166

Michael Glinsky
169 East Flagler Street #1518
Miami, Florida 33131

Marta Arregoces Garrido
4725 NW 72nd Avenue
Miami, Florida 33166

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 27th day of July, 1999.

Signature(s) of Incorporator(s)



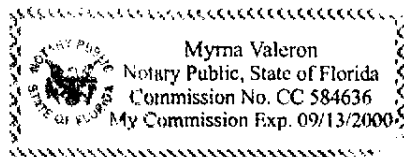
STATE OF FLORIDA
COUNTY OF Dade

THE FOREGOING instrument was acknowledged and sworn to before me this 27th day of
July, 1999, by Jose Manuel Garrido
(Incorporator's name)

of Fotoshow, Inc.
(Name of Corporation)

Myrna Valeron
Notary Public

(SEAL)



My Commission Expires: _____

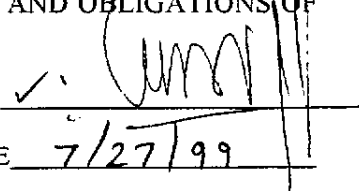
CERTIFICATE DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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: Fotoshow Group, Inc.
2. The name and address of the registered agent and office is:

Jose Manuel Garrido
4725 NW 72nd Avenue
Miami, Florida 33166

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 IF 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 7/27/99

99 AUG -2 PM 3:37
SECRETARY OF STATE
TALLAHASSEE FLORIDA