CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222 99 AUG 31 AM 9: 44 SOLUMETARY OF STATE (ALLAHASSEE, FLORIDA) 100002972641-0 -08/27/93-01065-025 ******78.75 ******78.75

Art of Inc. File

L.C. File_

Merger File_

Driving Record_

UCC 1 or 3 File_ UCC 11 Search_

UCC 11 Retrieval

Courier

Fictitious Name File

LTD Partnership File

Foreign Corp. File

Trade/Service Mark_____

Art. of Amend. File_____

RA Resignation____ Dissolution / Withdrawal____ Kouson-Caplangave Annual Report / Reinstatement_ Cert. Copy___ AUTHORIZATION BY PHONE TO Photo Copy__ Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search Fictitious Owner Search Signature Vehicle Search

Time

Requested by://

Name

Walk-In



FLORIDA DEPARTMENT OF STATE Katherine Harris

Secretary of State

August 30, 1999

CAPITAL CONNECTION, INC. 417 E VIRGINIA ST, SUITE 1 TALLAHASSEE, FL 32302

SUBJECT: PRESTIGE MODELS & TALENT, INC.

Ref. Number: W99000020060

We have received your document for PRESTIGE MODELS & TALENT, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6915.

Pamela Hall Document Specialist

portected

Letter Number: 899A00043185

ARTICLES OF INCORPORATION - OF PRESTIGE MODELS & TALENT, INC.

FILED

99 AUG 31 AM 9: 44

TALLAHASSEE, FLORIDA

ARTICLE I-NAME

The name of this Corporation is PRESTIGE MODELS & TALENT, INC.

ARTICLE II-DURATION

This Corporation shall have a perpetual existence commencing on the Date of Filing.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office of this Corporation is <u>Carlos J. Arboleya</u>, <u>Jr. 2550 South</u>

<u>Dixie Highway</u>, <u>Coconut Grove</u>, <u>Fl 33133</u>

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This Corporation shall have <u>One (1)</u> Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name(s) and address(es) of the initial Directors are:

<u>NAME</u>

<u>ADDRESS</u>

Angela Rizzi

19840 NE 19 Court, North Miami Beach, Florida 33179

ARTICLE VII-LAWS

The By-Laws of this Corporation may be adopted, altered, amended or repealed by either the Stockholder(s) or Director(s).

ARTICLE VIII-INDEMNIFICATION

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX-PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X-PRINCIPAL PLACE OF BUSINESS

The principal place of business of this Corporation is 19840 NE 19 Court, North Miami Beach, Florida 33179

ARTICLE XI-INCORPORATOR

The person signing these articles is Carlos J. Arboleya, Jr., Esq., of 2550 South Dixie Highway, Coconut Grove, Fl 33133.

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

PRESTIGE MODELS & TALENT, INC.

In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-That PRESTIGE MODELS & TALENT, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the articles of incorporation at City of North Miami Beach, County of Miami-Dade, State of Florida, has named Carlos J. Arboleya, Jr., located at 2550 South Dixie Highway, Coconut Grove, Florida 33133, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

CARLOS J. ARBOLEYA, JR. Incorporator/Registered Agent

State of Florida County of Dade

The foregoing instrument was acknowledged before me this 19th day of August, 1999, by <u>Carlos J. Arboleya, Jr.</u>, who is personally known to me and who <u>did/did not</u> take an oath.

NOTARY FUBLIC, STATE OF

Jame: IXXVIC

My Commission Expires:



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SECNETARY OF STATE
TALLAHASSEE, FLORIDA