# THANSITT LLETTER TO S 9

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT:	SPECTRUM PHOTO (Proposed corpo	OGRAPHY, INC.	ffix)	
Enclosed is an origin	nal and one(1) copy of the article			415 92005 ****87.50
□ \$70.00 Filing Fee	☐ \$78.75 Filing Fee & Certificate of Status	□\$78.75 Filing Fee & Certified Copy  ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status	
FROM:	P.O.Box 83	inted or typed)	SECRETARY OF TALLAHASSEE.	DESCRIPTION OF THE PROPERTY OF

NOTE: Please provide the original and one copy of the articles.

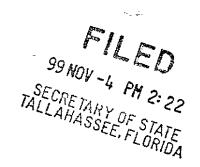
City, State & Zip

Daytime Telephone number

305-971-2491

# ARTICLES OF INCORPORATION

**OF** 



### SPECTRUM PHOTOGRAPHY, INC.

The undersigned, desiring to form a Corporation in accordance with the laws of the State of Florida, adopts the following Articles of Incorporation:

#### **ARTICLE I - NAME**

The name of the Corporation shall be SPECTRUM PHOTOGRAPHY, INC.

#### ARTICLE II - REGISTERED OFFICE AND PRINCIPAL PLACE OF BUSINESS

The street address of the initial registered office, principal place of business, and mailing address of the Corporation shall be 7571 SW 65<sup>th</sup> Place, Miami, Florida 33143.

#### ARTICLE III - NAME AND ADDRESS OF REGISTERED AGENT

The name and address of the initial registered agent of the Corporation is Jed A. Burger, Esq., Grove Plaza, Sixth Floor, 2900 SW 28th Terrace, Miami, Florida 33133.

#### ARTICLE IV - NATURE OF BUSINESS

The purpose for which this Corporation is organized shall be to engage in every aspect of photography, consulting, training, and photographic research and investigation. This Corporation may also engage in or transact any or all other 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 V - DURATION**

The term of existence of this Corporation is perpetual, which shall commence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

#### **ARTICLE VI - CAPITAL STOCK**

The aggregate number of shares which the Corporation is authorized to have outstanding is 500, all of which shall be common shares, with a par value of \$1.00 per share. All stock shall be payable in cash, property, real or personal, or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this Corporation.

#### **ARTICLE VII - DIRECTORS**

This Corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the Corporation shall be managed by the shareholders. The name and address of the initial director of the Corporation, who shall hold office for the first year or until his successor is duly elected and qualified, shall be:

John Chiarenza 7571 SW 65<sup>th</sup> Place Miami, Florida 33143

President, Director and Treasurer

#### ARTICLE VIII – INCORPORATOR

The name and mailing address of the incorporator to these Articles of Incorporation is John Chiarenza, 7571 SW 65<sup>th</sup> Place, Miami, Florida 33143.

#### ARTICLE IX - SHAREHOLDER LIABILITY

The private property of the shareholder shall not be subject to the payment of the Corporate debts to any extent whatsoever.

## **ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law for such acts of the officer or director, or former officer or director, while acting on behalf of the Corporation.

#### **ARTICLE XI - AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by applicable law.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 15th day of lown to 1999.

John Marenza, Incorporator

COUNTY OF MIAMI-DADE

STATE OF FLORIDA

BEFORE ME, the undersigned authority, personally appeared John Chiarenza, known to me to be the person whose name is subscribed to this document, and he acknowledged that he executed the same for the purpose contained within it.

WITNESS my hand and official seal in the State and Country aforesaid, this

day of November, 1999.

Notary Public, State of Florida at Large

Jed Anthony Burger Commission # CC 825604 Expires Apr. 28, 2003 Bonded Thru Atlantic Bonding Co., Inc.

Commission Number and Expiration:

ARTICLES OF INCORPORATION OF SPECTRUM PHOTOGRAPHY, INC.

# ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, Jed A. Burger, Esq., hereby consents and accepts the appointment as registered agent of the foregoing described Corporation and to act in that capacity until such time as this authority is withdrawn in writing, in accordance with applicable law.

Jed A. Burger, Esq., Registered Agent

STATE OF FLORIDA

SS {

COUNTY OF MIAMI-DADE

BEFORE ME, the undersigned authority, personally appeared Jed A. Burger, Esq., known to me to be the person whose name is subscribed to this document, and he acknowledged that he executed the same for the purpose contained within it.

WITNESS my hand and official seal in the State and Country aforesaid, this

2nd day of November

Notary Public, State of Florida at Large

Commission Number and Expiration:

