

P97000057/55

TRANSMITTAL LETTER

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

300002225703--1
-06/27/97--01131--011
*****78.75 *****78.75

SUBJECT: ETHNIC TOUCH FINE ARTS INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: TOMMY LEE DIXON AND THEODORE DEARMUS
Name (Printed or typed)

12402 NESTING SWALLOW COURT
Address

Jacksonville, FL 32225
City, State & Zip

(904) 221-9297
Daytime Telephone number

Tommy LEE DIXON GAVE

AUTHORIZATION BY PHONE TO

CORRECT R.A.

DATE 6-30-97

DOC. EXAM QN

EFFECTIVE DATE

07-01-97

FILED
97 JUN 27 PM 12:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

QN 6-30-97

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

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

ETHNIC TOUCH FINE ARTS INC.

EFFECTIVE DATE

07-01-97

The undersigned subscriber to the Article of Incorporation, natural persons, competent of contract, desiring to form a corporation under the laws of the State of Florida, hereby makes subscribes and acknowledge this certificate for that purpose, as follow:

ARTICLE I NAME

The name of this corporation is : ETHNIC TOUCH FINE ARTS INC.

ARTICLE II - DURATION

This corporation shall exist for ninety-nine years, commencing on the 1st day of July, Nineteen Hundred Ninety-Seven.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of conducting and carrying on the business of selling Artistic painting and frames.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of common stock, with non par value.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of Director and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is :12402 Nesting Swallow Court, Jacksonville FL 32225. The Share holders may from time to time move the principle office to any other address in Florida. The name of the initial Registered Agent for this Corporation at the address are:

Tommy Lee Dixon

ARTICLE VII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of, the shareholders of this Corporation, unless by later unanimous action of the stockholder of this Corporation the By-Laws thereof as amended to provide for a Board of Directors and the election of officers to manage corporate affairs.

ARTICLE VIII - MEETING BY CONFERENCE TELEPHONE

Member of the Board of Directors, in any, and the stockholders may participate in special meeting of the Board of Directors or Stockholders by means of conference telephone as provided by law, but regular meetings of the Board of Directors, if any, or stockholders must be attending in fac in or proxy of each stockholder or director, if any.

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director or managing stock holder, of any former officer, director or managing stockholder, to the full extent.

ARTICLE XI - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are:

Tommy Lee Dixon and Theodore Deamus
12402 Nesting Swallow Court
Jacksonville FL 32225

ARTICLE XII - INITIAL SHAREHOLDERS

The initial Stockholders of this Corporation are:

Tommy Lee Dixon and Theodore Deamus

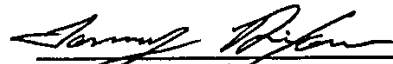
ARTICLE XIII - DIRECTORS

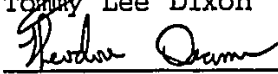
Tommy Lee Dixon and Theodore Deamus are the sole Director of This Corporation.

ARTICLE XIV

This Corporation reserve the right to amend or appeal any provision contained in these Articles of Incorporation or any Amendment hereto, and any right conferred upon the shareholder is subject to this revision.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of incorporation on this 20 day of June 1997.



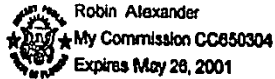
Tommy Lee Dixon


Theodore Deamus

STATE OF FLORIDA)
) SS:
COUNTY OF DUVAL)

BEFOR ME a notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared Tommy Lee and Theodore Deamus to be known to be the person who has executed the forgoing Articles of Incorporation and he has acknowledged befor me that he has executed these Articles.

IN WITNESS WHEREOF, I have here-on-to set my hand and seal in the State and County aforesaid this 20 day of June 1997.



Robin Alexander
Notary Public, State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT WHOM THE PROCESS MAY BE SERVED

IN PURSUANCE OF Chapter 48.091, Florida Statutes, the following is submitted in compliance with this act:

FIRST: ETHNIC TOUCH FINE ARTS INC., desiring to organize under the laws of the State of Florida with its principle office as indicated in the Articles of Incorporation:

12402 Nesting Swallow Court
Jacksonville Florida 32225

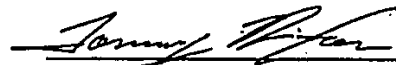
SECOND: The name of the initial Registered Agent of this Corporation is:

Tommy Lee Dixon

as its agent to accept service of process within the state.

ACKNOWLEDGEMENT

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 provisions of this Act relative to keeping this office.


Tommy Lee Dixon

EFFECTIVE DATE

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