



**B. ELAINE JONES
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*Criminal • General Civil • Social Security
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January 10, 2000

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

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-01/11/00--01048--002
*****70.00 *****70.00

Re: Incorporation Papers for
ELLEN MARSHALL ART STUDIO, INC.

Dear Division:

Enclosed please find original Articles of Incorporation along with a duplicate copy of the Articles of Incorporation which I would appreciate you clocking in and returning to me. I have also enclosed a check in the amount of \$70.00 for the filing fee.

Sincerely,


B. Elaine Jones, Esq.

BEJ/ej

Enclosures

cc: Ellen Marshall

FILED
00 JAN 11 AM 8:21
TALLAHASSEE FLORIDA
DEPARTMENT OF STATE

S. Thompson JAN 20 2000

ARTICLES OF INCORPORATION
OF
ELLEN MARSHALL ART STUDIO, INC.

FILED
00 JAN 11 AM 8:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under Florida Statute Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be ELLEN MARSHALL ART STUDIO, INC.

ARTICLE II

Address of Principle Office and Mailing Address

The address of the principal place of business of this corporation and mailing address shall be 1707 E. 5th Avenue, Ybor City, FL 33605-5115.

ARTICLE III

Term of Existence

This corporation shall have perpetual existence, commencing as of upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one thousand (1000) shares of One Dollar (\$1.00) per share par value common stock which shall be designate as common shares.

ARTICLE V

Purpose

This corporation is organized for the purpose of conducting a business that engages in all

aspects of the creation, purchase, and sale of Art and transacting any and all other lawful business, managing business and regulatory affairs of the corporation.

ARTICLE VI

Registered Agent

The registered agent of the corporation is ELLEN MARSHALL and the registered agent's street address is 1707 E. 5th Avenue, Ybor City, FL 33605-5115.

ARTICLE VII

Board of Directors

The initial Board of Directors shall have 1 member whose name and address is as follows: ELLEN MARSHALL, 1707 E. 5th Avenue, Ybor City, FL 33605-5115. The number of directors may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than two.

ARTICLE VIII

Incorporators

The incorporator of this corporation is ELLEN MARSHALL, whose street address is 1707 E. 5th Avenue, Ybor City, FL 33605-5115.

DATED 12/10/99

Ellen Marshall
ELLEN MARSHALL
President/Incorporator

REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

DATED 12/10/99

Ellen Marshall
Registered Agent

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TALLAHASSEE FLORIDA
SECRETARY OF STATE