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DAVID A. GAST

900 West Ave. Apt 329 ♦ Miami Beach, Florida 33139 ♦ (305) 672-1261

February 4, 2000

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

Re: Proposed Incorporation of Painting by Chris Ewing, Inc.

Dear Persons:

Please find the enclosed original and one (1) copy of the articles of incorporation and a check for \$70.00 Filing Fee.

Proposed corporate name: Painting by Chris Ewing, Inc.

From: David A. Gast

900 West Avenue, Suite 329

Miami Beach, Florida 33139

(305) 672-1261

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Very truly yours,



David A. Gast

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**Articles of Incorporation
of
Painting by Chris Ewing, Inc.**

THE UNDERSIGNED INCORPORATOR, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I CORPORATE NAME

The name of this corporation shall be:

Painting by Chris Ewing, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

4302 Linwood Street, Sarasota, Florida 34232

ARTICLE III SHARES

The aggregate number of shares which this Corporation shall have authority to issue is 1,000 shares of \$1.00 par value stock.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

David A. Gast, 900 West Avenue. 329, Miami Beach, Florida 33139

ARTICLE V PURPOSES

The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Laws of the State of Florida.

ARTICLE VI CORPORATION BY-LAWS

The Board of Directors is authorized and empowered to make, alter, amend, and rescind the By-Laws of the corporation, but By-Laws made by the Board may be altered or repealed, and new By-Laws made, by the stockholders.

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ARTICLE VII LIABILITY OF DIRECTORS

Pursuant to the General Corporation Laws of the State of Florida, any and all directors of this Corporation shall not be liable to the Corporation, its shareholders, or any third party for breach of duty of care; such potential liability is hereby eliminated.

ARTICLE VIII BOARD OF DIRECTORS

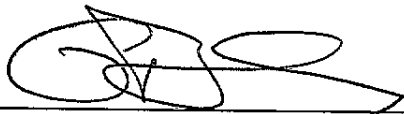
The name and address of each person serving as a member of the initial Board of Directors are:

Chris Ewing, 4302 Linwood Street, Sarasota, Florida 34232

ARTICLE IX INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Chris Ewing, 4302 Linwood Street, Sarasota, Florida 34232



Signature/Incorporator

1/8/2000

Date

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TALLAHASSEE, FLORIDA

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 I am familiar with and accept the obligations of my position as registered agent.



Signature/Registered Agent

1/8/2000

Date