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WALLACE LAW FIRM, P.A.

5000 CULBREATH KEY WAY, SUITE 9219
TAMPA, FLORIDA 33611

(813) 837-9030
E-Mail: MWallacesq@aol.com

FILED
00 MAR -8 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 6, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

700003162637--0
-03/08/00--01080--009
*****78.75 *****78.75

Re: MuseumFair.com, Inc.

Dear Madam or Sir:

Enclosed please find the original Articles of Incorporation for the above referenced corporation. Also enclosed is our check in the amount of \$78.75 to cover the following:

Filing Fee	\$ 35.00
Certified Copy Fee	8.75
Registered Agent Fee	<u>35.00</u>
	\$ 78.75

We would appreciate your filing of the original Articles, certifying a copy, and returning the certified copy to the following address:

6105 Savoy Circle
Lutz, Florida 33549

Sincerely,



Michael R. Wallace, Esq.

MRW
Enclosures
cc: Matilde Ho

D. BROWN MAR 15 2000

**ARTICLES OF INCORPORATION
OF
MUSEUMFAIR.COM, INC.**

FILED
00 MAR -8 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation act, adopts the following articles of incorporation:

**ARTICLE ONE
NAME**

The name of the corporation is MUSEUMFAIR.COM, INC.

**ARTICLE TWO
PRINCIPAL OFFICE/MAILING ADDRESS**

The street and mailing address of the initial principal office is: 6105 Savoy Circle, Lutz, Florida 33549.

**ARTICLE THREE
CORPORATE DURATION**

The duration of the corporation is perpetual.

**ARTICLE FOUR
PURPOSE**

This corporation is organized for the following purposes:

1. To transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on with or auxiliary to the preceding business.
2. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above.

**ARTICLE FIVE
CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is ten thousand (10,000) shares. Such shares shall be of a single class, and shall be without par value.

**ARTICLE SIX
REGISTERED OFFICE AND AGENT**

The street address of the initial registered agent of the corporation is 5000 Culbreath Key Way, Suite 9219, Tampa, Florida 33611, and the name of the initial registered agent at such address is Michael R. Wallace.

**ARTICLE SEVEN
DIRECTORS**

The number of directors constituting the corporation's initial board of directors is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

Matilde Ho	6105 Savoy Circle Lutz, Florida 33549
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**ARTICLE EIGHT
INCORPORATORS**

The name and address of each incorporator is:

Matilde Ho	6105 Savoy Circle Lutz, Florida 33549
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EXECUTED by the undersigned in Tampa, Florida on March 6, 2000.


MATILDE HO

FILED
00 MAR -8 AM 8:52
SHERIFF'S OFFICE
TALLAHASSEE, FLA 32301

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT and REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office and registered agent, in the State of Florida.

3. The name of the corporation is MUSEUMFAIR.COM, INC.
4. The name and address of the initial registered agent and office is:

MICHAEL R. WALLACE
WALLACE LAW FIRM, P.A.
5000 Culbreath Key Way, Suite 9219
Tampa, Florida 33611

Date: March 6/2000

By: 

Matilde Ho, Incorporator

ACKNOWLEDGMENT OF APPOINTMENT

Having been named as registered agent and to accept service of process for the above stated professional 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.

Date: 3-6-00

By: 

Michael R. Wallace