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DONALD L. BASS  
7166 S.E. OSPREY STREET  
HOBE SOUND, FLORIDA 33455

(561) 546-6620  
FAX (561) 546-5637

April 27, 2000

FILED  
00 MAY -1 AM 9:20  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

700003233457--8  
-05/01/00--01133--001  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: Dawn C. Orre, Inc.

Dear Sir

Enclosed are the Articles of Incorporation for the above named corporation.

Also, enclosed is a check payable to the "Secretary of State" in the amount of \$ 122.50 to cover the cost of incorporation.

If any further information is needed, please contact me directly.

Very truly yours

*Donald L. Bass*

Donald L. Bass  
Registered Agent

S. Thompson MAY 05 2000

ARTICLES OF INCORPORATION

OF

DAWN C. ORRE, INC.

THE UNDERSIGNED ESTABLISHES THE FOLLOWING FOR THE PURPOSES OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITY, RIGHTS, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

DAWN C. ORRE, INC.

THE PRINCIPAL OFFICE ADDRESS IS: 900 U.S. HIGHWAY ONE, SUITE 102, LAKE PARK, FL 33403 AND THE MAILING ADDRESS IS 10270 N. MILITARY TRAIL, #4A, PALM BEACH GARDENS, FL 33410.

ARTICLE II

THIS CORPORATION IS ORGANIZED FOR THE FOLLOWING PURPOSES:

- (A) TO CARRY ON THE BUSINESS OF PROVIDING PICTURE FRAMING AND ANY RELATED SERVICES TO THE GENERAL PUBLIC. ALSO, CONSULTATION AS NEEDED OR REQUESTED.
- (B) FOR THE PURPOSE OF TRANSACTING ANY AND ALL LAWFUL BUSINESS; EXCEPT THAT IT IS NOT TO CONDUCT A BANKING, SAFE DEPOSIT, TRUST, INSURANCE, SURETY, EXPRESS, RAILROAD, CANAL, TELEPHONE, TELEGRAPH OR CEMETERY COMPANY, A SAVINGS AND LOAN ASSOCIATION, FRATERNAL BENEFIT SOCIETY OR STATE FAIR EXPOSITION.
- (C) TO DO ANY AND EVERYTHING PERTINENT TO THE ABOVE.

ARTICLE III

THIS CORPORATION IS AUTHORIZED TO ISSUE 10 SHARES OF ONE DOLLAR ( \$1.00) PAR VALUE STOCK.

ARTICLE IV

EVERY SHAREHOLDER, UPON THE SALE FOR CASH OF ANY NEW STOCK OF THIS CORPORATION OF THE SAME KIND, CLASS OR SERIES AS THAT WHICH HE ALREADY HOLDS, SHALL HAVE THE RIGHT TO PURCHASE HIS PRO-RATA SHARE THEREOF (AS NEARLY AS MAY BE DONE WITHOUT THE ISSUANCE OF FRACTIONAL SHARES) AT THE PRICE AT WHICH IT IS OFFERED TO OTHERS.

ARTICLE V

CORPORATE DURATION

FILED  
00 MAY -1 AM 9:20  
TALLAHASSEE, FLORIDA

THIS CORPORATION SHALL HAVE PERPETUAL DURATION UNLESS SOONER  
DISSOLVED BY LAW.

#### ARTICLE VI

##### INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS  
CORPORATION IS 7166 S.E. OSPREY STREET, HOBE SOUND, FL 33455 AND THE NAME OF  
THE INITIAL REGISTERED AGENT OF THIS CORPORATION AT THAT ADDRESS IS DONALD  
L. BASS.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO DIRECTORS INITIALLY. THE NUMBER OF  
DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY THE BY-LAWS  
BUT SHALL NEVER BE LESS THAN TWO. THE NAMES AND ADDRESSES OF THE INITIAL  
DIRECTORS OF THIS CORPORATION ARE:

DAWN C. ORRE  
10270 N. MILITARY TRAIL, #4A  
PALM BEACH GARDENS, FL 33410

LEROY J. ORRE  
10270 N. MILITARY TRAIL, #4A  
PALM BEACH GARDENS, FL 33410

#### ARTICLE VIII

##### BY-LAWS

THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED  
IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS.

#### ARTICLE IX

##### INDEMNIFICATION

THE CORPORATION SHALL INDEMNIFY ANY OFFICER OR DIRECTOR, OR ANY  
FORMER OFFICER OR DIRECTOR, TO THE FULL EXTENT PERMITTED BY LAW.

ARTICLE X

SUBSCRIBER

THE NAME AND ADDRESS OF THE PERSON SIGNING THESE ARTICLES IS:

DAWN C. ORRE  
10270 N. MILITARY TRAIL, #4A  
PALM BEACH GARDENS, FL 33410

IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE  
ARTICLES OF INCORPORATION THIS 26 DAY OF APRIL, 192000

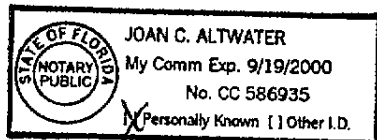
Dawn C Orre

DAWN C. ORRE  
SUBSCRIBER

STATE OF FLORIDA            )  
  ) SS.  
COUNTY OF PALM BEACH    )

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGEMENTS IN  
THE STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED DAWN C. ORRE,  
KNOWN TO ME AND KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING  
ARTICLES OF INCORPORATION AND SHE ACKNOWLEDGED BEFORE ME THAT SHE  
EXECUTED THOSE ARTICLES OF INCORPORATION. DRIVERS LICENSE WITH PHOTO I.D.  
USED AS CONFIRMATION OF IDENTITY.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND AFFIXED MY  
OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID, THIS 26<sup>th</sup> DAY OF  
APRIL, 192000



Joan C. Altwater  
NOTARY PUBLIC, STATE OF FLORIDA  
AT LARGE

MY COMMISSION EXPIRES: 9/19/2000

FILED  
00 MAY -1 AM 9:20  
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED  
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED:

FIRST: THAT DAWN C. ORRE, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER  
THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 900  
U.S. HIGHWAY ONE, SUITE 102, CITY OF LAKE PARK, STATE OF FLORIDA, HAS NAMED  
DONALD L. BASS LOCATED AT 7166 S.E. OSPREY STREET, HOBE SOUND, FLORIDA 33455 AS  
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Dawn C Orre, President

DAWN C. ORRE  
PRESIDENT

4/26/00  
DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO  
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE PERFORMANCE OF MY  
DUTIES.

Donald L. Bass

DONALD L. BASS  
REGISTERED AGENT

4/27/00  
DATE