

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P00000058057

Evolving Art Group, Inc.

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*****78.75 *****78.75

<input checked="" type="checkbox"/>	Art of Inc. File <u>cert</u>	SECRETARY OF STATE TALLAHASSEE, FLORIDA	00 JUN 15 AM 11:39	APPROVED AND FILED
<input type="checkbox"/>	LTD Partnership File			
<input type="checkbox"/>	Foreign Corp. File			
<input type="checkbox"/>	L.C. File			
<input type="checkbox"/>	Fictitious Name File			
<input type="checkbox"/>	Trade/Service Mark			
<input type="checkbox"/>	Merger File			
<input type="checkbox"/>	Art. of Amend. File			
<input type="checkbox"/>	RA Resignation			
<input type="checkbox"/>	Dissolution / Withdrawal			
<input type="checkbox"/>	Annual Report / Reinstatement	DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA	00 JUN 15 AM 10:47	RECEIVED
<input checked="" type="checkbox"/>	Cert. Copy			
<input type="checkbox"/>	Photo Copy			
<input type="checkbox"/>	Certificate of Good Standing			
<input type="checkbox"/>	Certificate of Status			
<input type="checkbox"/>	Certificate of Fictitious Name			
<input type="checkbox"/>	Corp Record Search			
<input type="checkbox"/>	Officer Search			
<input type="checkbox"/>	Fictitious Search			
<input type="checkbox"/>	Fictitious Owner Search			
<input type="checkbox"/>	Vehicle Search			
<input type="checkbox"/>	Driving Record			
<input type="checkbox"/>	UCC 1 or 3 File			
<input type="checkbox"/>	UCC 11 Search			
<input type="checkbox"/>	UCC 11 Retrieval			
<input type="checkbox"/>	Courier			

Signature _____

Requested by: we

Name

6/15/00

Date

9:44

Time

3 Walk-In

Will Pick Up

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF

EVOLVING ART GROUP, INC.

The undersigned, acting as incorporator of a corporation under the Florida Statutes, adopts the following Articles of Incorporation:

First: The name of the corporation is:

EVOLVING ART GROUP, INC.

Second: The principal office of the corporation is:

**1590 Southcoast Highway
Suite 4
Laguna Beach, CA 92651**

The mailing address of the corporation is:

**1590 Southcoast Highway
Suite 4
Laguna Beach, CA 92651**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 15 AM 11:39

APPROVED
AND
FILED

Third: The period of its duration is perpetual unless sooner dissolved.

Fourth: The general purpose or purposes for which the corporation is organized are to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Statutes.

Fifth: The Board of Directors of the corporation shall consist of such number as the shareholders may select at each annual meeting of shareholders.

Sixth: The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares, and the par value of each such share is One Dollar (\$1.00). All such shares are of one class and are designated as common stock.

Seventh: The street address of the initial registered office of the corporation is 125 Worth Avenue, Suite 202, Palm Beach, FL 33480 and the name of the initial registered agent at such address is Paul Rampell, Esq.

Eighth: The initial Board of Directors of the corporation shall consist of the following persons. The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Michael Gudelauski
Bonnie Boisits

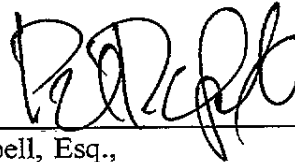
Ninth: The name and address of the incorporator is:

Paul Rampell
125 Worth Avenue
Suite 202
Palm Beach, FL 33480



Paul Rampell, Incorporator

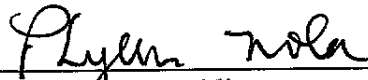
Paul Rampell, Esq. having been designated to act as Registered Agent, hereby agrees to act in this capacity.



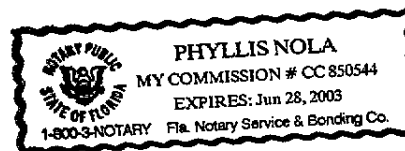
Paul Rampell, Esq.,
Registered Agent

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 1 day June, 2000, by Paul Rampell, who is personally known to me.



Signature of Notary Public



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUN 15 AM 11:39

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AND
FILED