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ROBERT T. MAHER, ESQ.

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July 6, 2000

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

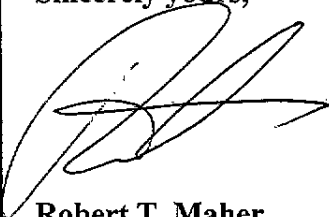
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122.50 **78.75

RE: Omni Media Corporation

Dear Madam or Sir:

Enclosed is the Articles of Incorporation for the above named for profit corporation together with my check in the amount of \$122.50 for the filing fee, registered agent designation fee and certified copy fee.

Sincerely yours,



Robert T. Maher

RTM/taw

FILED
00 JUL 31 AM 7:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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WC



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 12, 2000

ROBERT T. MAHER, ESQ.
1601 JACKSON ST., SUITE 201
FT. MYERS, FL 33901

SUBJECT: OMNI MEDIA CORPORATION
Ref. Number: W00000017470

We have received your document for OMNI MEDIA CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6995.

Wanda Cunningham
Document Specialist

Letter Number: 700A00038348

ARTICLES OF INCORPORATION
OF
OMNI MEDIA PRODUCTIONS, INC.

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00 JUL 31 AM 7:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is OMNI MEDIA PRODUCTIONS, INC..

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are
1280 Par View Drive, Sanibel, Florida 33957.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have
outstanding at any one time is 1000, \$1.00 par value.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Tiffany Winkelsas, 1601
Jackson Street, Suite 201, Fort Myers, Florida 33901.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator of these articles of incorporation
are Tiffany Winkelsas, 1601 Jackson Street, Suite 201, Fort Myers, Florida 33901.

ARTICLE VI. PURPOSE

The purpose of the corporation is to engage in sale, auction and consignment of art
works, antiquities and related activity, and any other lawful business activity.

ARTICLE VII. INDEMNIFICATION

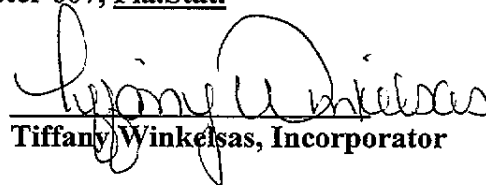
The corporation shall indemnify each officer and director to the fullest extent
permitted by Chapter 607, Fla. Stat.

ARTICLE VIII. BY-LAWS

The power to enact, adopt, alter , repeal or amend by-laws shall be vested in the Board of Directors.

ARTICLE IX. DIRECTORS

There shall be one initial Director, who shall be the John G. Caldwell, 1280 Par View Drive, Sanibel, Florida 33957. The shareholders of the corporation shall have the right to increase or decrease the number of directors by vote of a simple majority of the shareholders at a duly authorized shareholder meeting. Directors shall be elected by the shareholders in the manner set forth in Chapter 607, Fla.Stat.


Tiffany Winkelsas, Incorporator

DESIGNATION OF REGISTERED AGENT


Pursuant to the provisions of F.S. 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is OMNI MEDIA PRODUCTIONS, INC..
2. The name of the registered agent is Tiffany Winkelsas.
3. The address of the registered agent/registered office is 1601 Jackson Street, Suite 201, Fort Myers, Florida 33901.

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


Tiffany Winkelsas

Date: July 25, 2000

STATE OF FLORIDA
COUNTY OF LEE

FILED
00 JUL 31 AM 7:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized by law in the state and county aforesaid to take acknowledgments, personally appeared Tiffany Winkelsas, personally known to me and known to be the person described in and who executed the above and foregoing instrument and she acknowledged before me that she executed same as her free and voluntary act and deed for the uses and purposes therein expressed.

WITNESS, my hand and official seal in the State and County aforesaid this 25th day of July, 2000.


NOTARY PUBLIC



Robert T Maher
My Commission CC689844
Expires October 19, 2001