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FILED

Valtworks International, Inc.
d/b/a Fine Art Accents
104 Ludlow Drive
Longwood, Florida 32779

00 SEP 25 PM 3: 07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE

09/22/00

September 22, 2000

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

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-09/26/00--01035--004
*****78.85 *****78.85

Gentlemen:

Enclosed please find executed Articles of Incorporation for Valtworks International, Inc. d/b/a Fine Art Accents, together with a check in the amount of \$78.85 covering fees related to filing, designation of registered agent, and certified copy.

In the event that the corporate name is not available, please advise the undersigned at telephone (407) 682-1156.

Thank you for your prompt attention to this matter.

Very truly yours,

Laurence L. Eisenberg
Laurence L. Eisenberg

Enclosure

Vicki Forten GAVE
AUTHORIZATION BY PHONE TO
CORRECT delete reference
to d/b/a
DATE PH 9/26/00
DO NOT SIGN

ARTICLES OF INCORPORATION
OF
VALTWORKS INTERNATIONAL, INC.

FILED
00 SEP 25 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

EFFECTIVE DATE

09/22/00

The name of this corporation is: Valtworks International, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal office and mailing address of the Company shall be at 104 Ludlow Drive, Longwood, Florida 32779.

ARTICLE III. NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in any activity or business permitted under the laws of the United States and the State of Florida, and to effectuate such purposes, may act in any capacity including as an agent or attorney-in-fact for any person or entity.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares all of which shall be common shares with a par value of one dollar (\$1.00) per share.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 104 Ludlow Drive, Longwood, Florida 32779 and the name of the initial registered agent of this corporation at that address is Laurence L. Eisenberg.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have 1 director initially. The number of directors may either be increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial director of this corporation is: Laurence L. Eisenberg, 104 Ludlow Drive, Longwood, Florida 32779.

ARTICLE VII. INCORPORATORS

The name and address of the person signing these Articles is: Laurence L. Eisenberg, 104 Ludlow Drive, Longwood, Florida 32779.

ARTICLE VIII. AMENDMENTS TO ARTICLES OF
INCORPORATION AND BY-LAWS

The shareholders shall have the exclusive authority to make amendments to these Articles of Incorporation by majority vote of all outstanding shares; the Board of Directors shall have the authority to formulate and adopt the initial by-laws of the corporation, thereafter, the shareholders shall have the exclusive authority to amend the by-laws of the corporation by a majority vote of all outstanding shares.

ARTICLE IX. MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE X. CORPORATION EXISTENCE

Corporation existence is to begin on the date that these Articles of Incorporation are executed and acknowledged.

Lawrence J. Eisenberg
Subscriber,

STATE OF FLORIDA

COUNTY OF Orange

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Laurence L. Eisenberg to me known to be described as the Subscriber in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 22th day of September, 2000.

Mary Jean Aldrich
NOTARY PUBLIC



FILED

00 SEP 25 PM 3: 07

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091. Florida Statutes, the following is submitted, in compliance with said Act:

First - That Valtworks International, Inc.

desiring to organize under the laws of the State of Florida with its initial office, as indicated in the Articles of Incorporation at 104 Ludlow Drive, Longwood, Florida 32779, has named Laurence L. Eisenberg located at 104 Ludlow Drive, Longwood, Florida 32779 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:

Laurence L. Eisenberg
Registered Agent