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**DALE G. WESTLING, SR., P.A.**  
ATTORNEY AND COUNSELOR AT LAW

331 East Union Street  
Jacksonville, Florida 32202

Telephone: 904/356-2341  
Telefax: 904/354-3453

August 22, 2001

Corporate Records Bureau  
Division of Corporation  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

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-08/27/01--01065--014  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

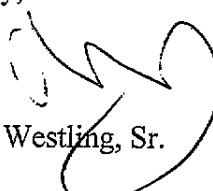
Re: Artists' Corner, Inc.

Dear Sir or Madam:

Enclosed you will find an original and one copy of the Articles of Incorporation with respect to the above-referenced corporation along with my check in the amount of \$78.75 for payment of the filing fee.

If you have any questions, please do not hesitate to contact my office.

Sincerely,

  
Dale G. Westling, Sr.

DGWsr/cw  
Enclosures

**FILED**  
01 AUG 27 PM 3:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*DGW*  
8/27/01

ARTICLES OF INCORPORATION

OF

ARTISTS' CORNER, INC.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned signator of these Articles of Incorporation, competent to contract, does hereby make declaration to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be **ARTISTS' CORNER, INC.**

ARTICLE II. OBJECTIVES AND POWERS

This corporation is formed for the purpose of conducting a business relative to the sale and creation of artwork and supplies.

However, the foregoing shall in no way limit the corporation from engaging in any activity or business permitted under the laws of the United States and of this State, and shall include the power to:

1. Make and enter into all contracts necessary and proper for the conduct of its business.
2. Conduct business, have one or more offices in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, and buy, hold, mortgage, sell, convey or otherwise dispose of franchises in this State and in any of the several states, territories, possessions and dependencies, of the United States, and the District of Columbia, and in foreign countries; purchase the corporate assets of any other corporation

and engage in the same character of business; acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses or other rights or interests thereunder or therein; take, hold, sell and convey such property as may be necessary in order to obtain or secure payment of any indebtedness or liability to it.

3. Guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds, securities or other evidence of indebtedness created by any other corporation in this State or any state or government; while owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock; purchase hold, sell and transfer shares of its own capital stock, provided that no corporation shall purchase any of its own capital stock except from the surplus of its assets over its liabilities including capital. Shares of its own capital stock owned by the corporation shall not be voted, directly or indirectly, or counted as outstanding for the purpose of any stockholders' quorum or vote.

4. Do all and everything necessary and proper for the accomplishment of the objects enumerated in its certificate of incorporation or necessary or incidental to the benefit and protection of the corporation, and to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects enumerated in its certificate of incorporation.

5. Contract debts and borrow money at such rates of interest not to exceed the lawful interest rate and upon such terms as it or its Board of Directors may deem necessary or expedient and shall authorize or agree upon, issue and sell or pledge bonds, debentures, notes and other evidences or indebtedness, whether secured or unsecured, and execute such mortgages, or other instruments upon or encumbering its property or credit to secure the payment of money borrowed or owing by it, as occasion may require and the officers deem expedient.

#### ARTICLE III. STOCK

The maximum number of shares that this corporation shall have outstanding at any one time is 100 shares of common stock having a par value of \$1.00.

#### ARTICLE IV. CAPITAL

The amount of capital with which the corporation shall begin business shall be less than \$500.00.

#### ARTICLE V. TERMS OF EXISTENCE

The life of this corporation shall be perpetual.

#### ARTICLE VI. ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 136 Gardenia Avenue, Ponte Vedra, Florida, 32082.

#### ARTICLE VII. BOARD OF DIRECTORS

The corporation shall have no Board of Directors, but shall be run as a close corporation pursuant to the provisions of Chapter 607, Florida Statutes, applicable thereto, by the officers.

#### ARTICLE VIII. INITIAL OFFICERS

The name and post office addresses of the first officers of the corporation who shall hold office until their successors are elected or appointed are:

Georgiann Wagner / President

Address: 136 Gardenia Avenue  
Ponte Vedra, Florida 32082

Robert E. Wagner / Secretary/Treasurer

Address: 136 Gardenia Avenue  
Ponte Vedra, Florida 32082

#### ARTICLE IX. SUBSCRIBER

The name and post office address of the subscriber of the Articles of Incorporation is:

Georgiann Wagner  
136 Gardenia Avenue  
Ponte Vedra, Florida 32082

#### ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended in a manner as hereinafter provided by law. Every amendment shall be approved by the stockholders at a regular meeting by a majority of the stock entitled to vote thereof, unless all the stockholders sign a written statement manifesting their intent that a certain amendment to these Articles of Incorporation be made.

**ARTICLE XI. REGISTERED AGENT**

The name and post office address of the registered agent of the corporation to accept service of process within the State is:

Name

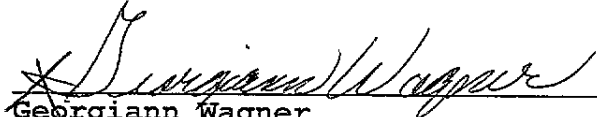
Address

Dale G. Westling, Sr.  
Attorney at Law

331 East Union Street  
Jacksonville, FL 32202

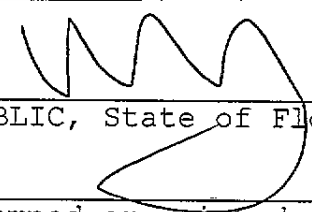
IT WITNESS WHEREOF, the undersigned subscriber of these Articles of Incorporation has hereunto set his hand and seal this

6 day of August, 2001.

  
Georgiann Wagner

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing Articles of Incorporation was acknowledged before me this 6 day of August, 2001, by Georgiann N. Wagner, who is personally known to me or who has produced Georgiann Wagner as identification, and who did take an oath.

  
NOTARY PUBLIC, State of Florida

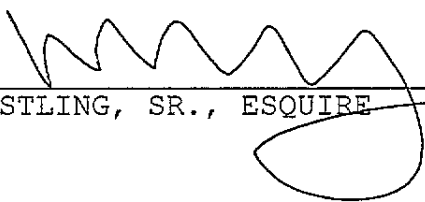
Typed, stamped or printed name of Notary



Dale G. Westling, Sr.  
Commission # GC 904317  
Expires March 8, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation at the place designated in the body of the above Articles of Incorporation, I herēby accept to act in this capacity and agree to comply with the provisions of said office.

  
\_\_\_\_\_  
DALE G. WESTLING, SR., ESQUIRE

**FILED**  
01 AUG 27 PM 3:13  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA