

**Electronic Articles of Incorporation
For**

P02000095321
FILED
September 03, 2002
Sec. Of State

POP N' ART, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

POP N' ART, INC.

Article II

The principal place of business address:

21173 NE 18TH PLACE
NORTH MIAMI BEACH, FL. US 33179

The mailing address of the corporation is:

21173 NE 18TH PLACE
NORTH MIAMI BEACH, FL. US 33179

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

WILLIAM J SEGAL
20801 BISCAYNE BLVD
SUITE 304
NORTH MIAMI BEACH, FL. 33180

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: WILLIAM J. SEGAL

Article VI

The name and address of the incorporator is:

ADAM ERDBERG
21173 NE 18TH PLACE
NORTH MIAMI BEACH, FL 33179

Incorporator Signature: ADAM ERDBERG

Article VII

The effective date for this corporation shall be:

09/03/2002