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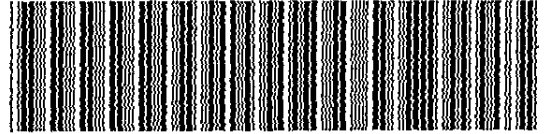
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LAW OFFICES OF
GIBSON & KOHL-HELBIG, P.L.

LAUREN KOHL-HELBIG, P.A.

LAUREN KOHL-HELBIG
ATTORNEY AT LAW

SUITE 901
1800 SECOND STREET
SARASOTA, FLORIDA 34236
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TELEPHONE 941•365•1166
TELECOPIER 941•365•1934

July 30, 2003

VIA FEDERAL EXPRESS

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

FILED
03 JUL 31 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Art a la Carte Gallery, Inc.

Dear Sir or Madam:

Enclosed herewith please find an original and one certified copy of the Articles of Incorporation of Art a la Carte Gallery, Inc. and a check in the amount of \$78.75 to cover the cost of filing same.

If you should have any questions, please do not hesitate to call.

Very truly yours,

GIBSON & KOHL-HELBIG, P.L.

By:


Anne Weintraub

aw
Enclosures

ARTICLES OF INCORPORATION
OF
ART A LA CARTE GALLERY, INC.

FILED
03 JUL 31 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is: ART A LA CARTE GALLERY, INC., a Florida Corporation.

ARTICLE II - TERM OF EXISTENCE

The date and time when corporate existence shall commence shall be upon filing of these Articles of Incorporation with the Florida Secretary of State, and the Corporation shall have perpetual existence thereafter.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal place of business and mailing address of this Corporation shall be:

Art a la Carte Gallery, Inc.
1920 Adams Lane
Sarasota, FL 34236

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the registered agent of this Corporation is Lauren Kohl-Helbig, 1800 Second Street, Sarasota, Florida, 34236.

ARTICLE VII - DIRECTORS

This Corporation shall have one Director initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Nancy P. Neil	908 Contento Circle Sarasota, Florida 34242

ARTICLE VIII - AMENDMENT


These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.

ARTICLE IX - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Nancy P. Neil	908 Contento Circle Sarasota, Florida 34242

The undersigned has executed these Articles this 29th day of July 2003.



Nancy P. Neil
Incorporator

Having been named as Registered Agent and to accept service of process for ART A LA CARTE GALLERY, INC., at the place designated in the Articles, 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.

July 29, 2003
Date



Lauren Kohl-Helbig
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA