

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8000

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: Beauchemin Gallery,
Inc

Capital Express _____

Art. of Inc. File _____

Corp. Record Search _____

Ltd. Partnership File _____

Foreign Corp. File _____

Cert. Copy(s) _____

Art. of Amend. File _____

Dissolution/Withdrawal _____

C U S- _____

Fictitious Name File _____

Name Reservation _____

Annual Report/Reinstatement _____

Reg. Agent Service _____

Document Filing _____

Corporate Kit _____

Vehicle Search _____

Driving Record _____

Document Retrieval _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

File No.'s, _____ Copies

Courier Service _____

Shipping/Handling _____

Phone () _____

Top Priority _____

Express Mail Prep. _____

FAX () _____ pgs. _____

SUBTOTALS

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.THANK YOU
from
Your Capital Connection

JAN 19 1995 BSB

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY AAK _____

WALK-IN

Will Pick Up 1-19 2:30

**ARTICLES OF INCORPORATION
OF
BEAUCHEMIN GALLERY, INC.**

FILED
95 JAN 19 PM 3:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I: NAME

The name of the corporation shall be BEAUCHEMIN GALLERY, INC.

ARTICLE II: PRINCIPLE OFFICE

The principal place of business and mailing address of this corporation shall be 201 Nicholas Parkway West, Cape Coral, Florida 33991.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is William Edy, Esq., 201 Nicholas Parkway West, Cape Coral, Florida 33991.

ARTICLE V: INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is MICHAEL BEAUCHEMIN, 201 Nicholas Parkway West, Cape Coral, Florida 33991.

ARTICLE VI: TWO DIRECTORS


The name and address of the two (2) directors of the corporation are: MICHAEL BEAUCHEMIN, at 201 Nicholas Parkway West, Cape Coral, Florida 33991 and WILLIAM EDY at the same address.

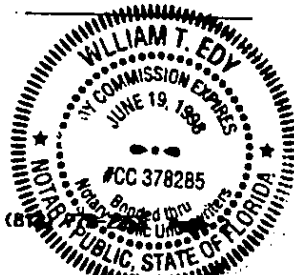
The undersigned has executed these Articles of Incorporation this 18th day of January, 1995.


MICHAEL BEAUCHEMIN
Incorporator

STATE OF FLORIDA)
) ss.
COUNTY OF LEE)

On this 18th day of January, 1994, before me, the undersigned, a Notary Public in and for the said County and State, residing therein, duly commissioned and sworn, personally appeared MICHAEL BEAUCHEMIN, known to me to be the person whose name is subscribed to the within instrument, who has produced a Florida Drivers License as identification, and who did take an oath.


NOTARY PUBL
William Edy




**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
95 JAN 19 PH 3:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the mentioned 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 BEAUCHEMIN GALLERY, INC.
2. The name and address of the registered agent and office is WILLIAM EDY, at 201 Nicholas Parkway West, Cape Coral, FL 33991.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.


WILLIAM T. EDY - Registered Agent
Dated: January 18, 1995

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

P 9 50000049 70

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: **BBBUCHERLIN**

GALLERY, INC.

C.C. FEE. DISBURSED

<input type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input checked="" type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S -		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

95 DEC 21 PM 3:59
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FILED

SUBTOTALS

FEE.....	
DISBURSED.....	
SURCHARGE.....	
TAX on corporate supplies.....	
SUBTOTAL.....	
PREPAID.....	
BALANCE DUE.....	

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN
 Will Pick Up **12/21 2:30**

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
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 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

BEAUCHEMIN GALLERY, INC.

ARTICLES OF DISSOLUTION

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of Dissolution for the purposes of dissolving:

1. The name of the corporation is Beauchemin Gallery, Inc., a Florida corporation.
2. The date of filing its articles of incorporation was January 19, 1995.
3. Dissolution was authorized by resolution of all directors and shareholders on November 20, 1995.
4. As of the date of dissolution all One Hundred (100%) Percent of the shares are owned by William Edy, as vice president/co-director, who has executed this document along with Michael Beauchemin, as president/co-director.
5. The corporation is to be dissolved effective November 20, 1995.

Dated this 20th day of November, 1995.

Beauchemin Gallery, Inc.

by:

Michael Beauchemin
Michael Beauchemin, its President & *intentionally*

Attest:

William T. Edy
William Edy, its Vice President & *intentionally*

Sworn to November 20, 1995, by Michael Beauchemin and William Edy who have each produced a Florida Driver's License before the undersigned Notary Public.

Bernice A. McKenna
Notary Public



BERNICE A. MCKENNA
MY COMMISSION # CC 222706 EXPIRES
AUGUST 25, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
95 DEC 21 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA