

P95000031248

WILLIAM C. MCINTYRE, P.A.

900 EAST OCEAN BOULEVARD, SUITE 142
STUART, FLORIDA 34994

WILLIAM CASEY MCINTYRE

(407) 288-3000
FAX (407) 288-2493

April 14, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600001457336
-04/17/95--01050--010
****122.50 ****122.50

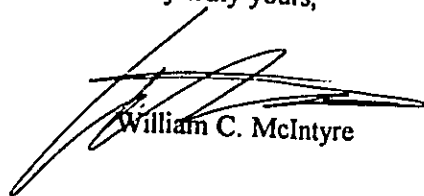
Re: Le Kid IV, Inc.

To Whom It May Concern:

Enclosed are the original Articles of Incorporation of Le Kid IV, Inc., together with our firm check in the amount of \$122.50 for the filing fee and certified copy charges. Kindly return the certified copy of the Articles to me in the enclosed stamped, self-addressed envelope.

We acknowledge the existence of a Florida corporation by the name of LES KIDS, INC. (dissolved in August, 1994) and are not in any way affiliated with that corporation.

Very truly yours,


William C. McIntyre

WCM/cb
Enclosures

95 APR 17 AM 9:04
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

LE KID IV, INC.

I, the undersigned incorporator of this Corporation, hereby make, execute and acknowledge these Articles of Incorporation under the Florida General Corporation Act, for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

Name

The name of the Corporation is LE KID IV, INC.

ARTICLE II

Duration and Commencement of Existence

The duration of the Corporation is perpetual. The corporate existence of the Corporation shall commence at the time of filing these Articles of Incorporation by the Department of State of the State of Florida.

ARTICLE III

Purpose and Powers

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of any jurisdiction in which the Corporation may operate. The Corporation shall have all lawful powers necessary or appropriate to

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 AM 9:04

conduct such business including, but not limited to, all corporate powers which corporations may have under Florida law.

ARTICLE IV

Capital Stock

The aggregate number of shares which the Corporation shall have authority to issue is 100 shares of common stock which shall have a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a consideration payable in cash or other property, tangible or intangible, or in labor or services which shall have a value as determined from time to time by the Board of Directors of the Corporation but which shall not be less than the par value of the stock to be issued therefor, provided that such services shall have actually been performed for the benefit of the Corporation prior to the issuance of such stock.

ARTICLE V

Registered Office and Agent

The street address and mailing address of the Corporation's initial registered office shall be:

900 East Ocean Boulevard, Suite 142
Stuart, Florida 34994-3503

The name of the Corporation's initial registered agent at such address is William C. McIntyre.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 AM 9:04

ARTICLE VI

Street and Mailing Address of Corporation

The street address and mailing address of the Corporation shall be:

900 East Ocean Boulevard, Suite 142
Stuart, Florida 34994-3503

ARTICLE VII

Board of Directors

The number of Directors constituting the initial Board of Directors is one (1).

Thereafter, the number of Directors shall be as provided in the bylaws.

ARTICLE VIII

Initial Board of Directors

The name and address of each person who is to serve as a member of the initial Board of Directors is:

Joachim Warmbold
27 N.E. Lofting Way
Stuart, FL 34996

ARTICLE IX

Incorporator

The name and address of the incorporator is:

William C. McIntyre
900 East Ocean Boulevard, Suite 142
Stuart, Florida 34994-3503

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 AM 9:04

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 AM 9:01

ARTICLE X

Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI

Amendment

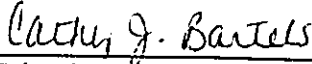
This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 13th day of April, 1995.


William C. McIntyre
Incorporator

STATE OF FLORIDA)
COUNTY OF MARTIN)

The foregoing instrument was acknowledged before me this 13th day of April, 1995, by William C. McIntyre, who is personally known to me.


Printed Name: Cathy J. Bartels
Notary Public, State of Florida



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of LEAD IV, INC. and agrees to comply with the provisions of the laws of Florida, including Section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts the obligations provided for in Section 607.0505, Florida Statutes.

Dated: April 13, 1995.


William C. McIntyre
Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 17 AM 0.

P95000031248

LAW OFFICE

WILLIAM C. MCINTYRE, P.A.

900 EAST OCEAN BOULEVARD, SUITE 142

STUART, FLORIDA 34994

WILLIAM CASEY MCINTYRE

(407) 281-3000

FAX (407) 281-2493

May 23, 1995

300001498663
-05/26/95- -01018- -007
*****35.00 *****35.00

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

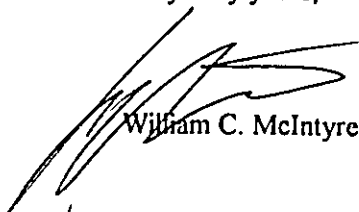
Re: American W & D Art Productions, Inc., t/k/a
Le Kid IV, Inc.

FILED
95 MAY 26 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To Whom It May Concern:

Enclosed is the original Articles of Amendment to Articles of Incorporation of Le Kid IV, Inc., a Florida corporation, together with our check in the amount of \$35.00 for the filing fee. Thank you for your assistance.

Very truly yours,


William C. McIntyre

WCM/cb
Enclosures

NAME MAVE CAVE
AUTHORIZATION BY PHONE TO
CORRECT ADD DATE
DATE 6-9
DOC. EXAM FILED

NC
GARY/PC-9
6-9

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
LE KID IV, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, Le Kid IV, Inc. ("Company") hereby adopts the following Articles of Amendment to its Articles of Incorporation:

First:

ARTICLE I - NAME

The name of the corporation shall be American W & D Art Productions, Inc.

Second: The foregoing amendment was recommended by the Board of Directors of the Company, and was approved by all of the shareholders of the Company. The date of adoption of the amendment is May 19, 1995.

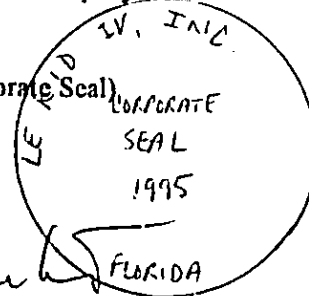
IN WITNESS WHEREOF, the undersigned has set his hand and seal this 22nd day of May, 1995, for the purpose of amending the Articles of Incorporation of the Company.

LE KID IV, INC.

By: J. Warmbold

Joachim Warmbold, President and
Chairman of the Board of Directors

(Corporate Seal)



Attest:

[Signature]
Secretary

STATE OF FLORIDA
COUNTY OF MARTIN

)
)

The foregoing instrument was acknowledged before me this 22nd day of May, 1995, by Joachim Warmbold, as President and Chairman of the Board of Directors of Le Kid IV, Inc., a Florida corporation, on behalf of the corporation. Joachim Warmbold is personally known to me.

Cathy J. Bartels

Printed name: Cathy J. Bartels

Notary Public, State of Florida

Commission No.:

My Commission Expires:



CATHY J. BARTELS
MY COMMISSION # CC 145737 EXPIRES
September 23, 1995
BONDED THRU TROY FAIN INSURANCE, INC.