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MOMBACH, BOYLE & HARDIN, P.A.

ATTORNEYS AT LAW

GEOFFREY B. MOMBACH  
CONRAD J. BOYLE  
DAVID C. HARDIN  
GARY B. BINGER  
MITCHELL D. ADLER  
DEAN A. BROOKS

BROWARD FINANCIAL CENTRE, SUITE 1000  
500 EAST BROWARD BOULEVARD  
FORT LAUDERDALE, FLORIDA 33304-3078

(305) 467-2800  
TELECOMPER 467-8810

April 17, 1995

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

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-04/20/95--01002--019  
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Re: Arts Desire, Inc.

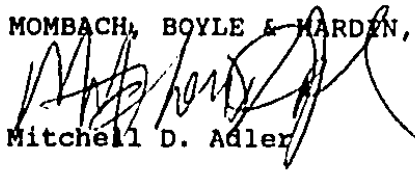
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Arts Desire, Inc. for filing with your office, together with our check in the amount of \$122.50 representing the necessary filing fee. Kindly return a filed copy of the enclosed Articles to the undersigned in the envelope provided herein for your convenience.

Should you have any questions, please do not hesitate to contact me. Thank you for your anticipated cooperation.

Very truly yours,

MOMBACH, BOYLE & HARDIN, P.A.

  
Mitchell D. Adler

MDA/kc  
encl.

SDS

FILED  
APR 20 1995  
TALLAHASSEE  
FLORIDA

## **ARTICLES OF INCORPORATION**

### **OF**

### **ARTS DESIRE, INC.**

The undersigned Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

#### **ARTICLE I - NAME**

The name of the corporation is: ARTS DESIRE, INC.

#### **ARTICLE II - NATURE OF BUSINESS**

The Corporation shall engage in any and all activities or businesses permitted under the laws of the United States and the State of Florida.

#### **ARTICLE III - CAPITAL STOCK**

The capital stock authorized, the par value thereof and the characteristics of such stock shall be as follows:

<u>NUMBER OF SHARES</u>	<u>PAR VALUE</u>	<u>CLASS</u>
1,000	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

#### **ARTICLE IV - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE V - DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be decreased or increased from time to time by the By-Laws adopted by the shareholders, but shall never be less than one (1). The names and addresses of the initial directors that shall hold office until successors are elected and have qualified are:

**NAME**

**ADDRESS**

JACQUELINE CUNNINGHAM

6200 North Federal Highway  
Fort Lauderdale, FL 33308

**ARTICLE VI - OFFICERS**

The initial officers of the corporation shall be:

JACQUELINE CUNNINGHAM - President/Secretary/Treasurer

**ARTICLE VII - PRINCIPAL OFFICE**

The street address of the principal office of the corporation is 6200 North Federal Highway, Fort Lauderdale, FL 33308, or in any other city in the State of Florida designated by the Board of Directors.

**ARTICLE VIII - INCORPORATOR**

The name and address of the Incorporator signing these Articles of Incorporation is:

**NAME**

**ADDRESS**

MITCHELL D. ADLER, ESQ.

Mombach, Boyle & Hardin, P.A.  
500 East Broward Boulevard  
Suite 1950  
Fort Lauderdale, Florida 33394

**ARTICLE IX - INITIAL REGISTERED AGENT**

The name and address of the registered agent is:

**NAME**

**ADDRESS**

MITCHELL D. ADLER

Mombach, Boyle & Hardin, P.A.  
500 East Broward Boulevard  
Suite 1950  
Fort Lauderdale, Florida 33394

#### ARTICLE X - EFFECTIVE DATE

These Articles of Incorporation shall become effective upon approval by the Secretary of State, State of Florida.

#### ARTICLE XI - INDEMNIFICATION

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

#### ARTICLE XII - BY LAWS

The Corporation shall adopt a set of By-Laws to govern the Corporation. The By-Laws of the corporation may be adopted, altered, amended, or repealed either by the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more of the provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

#### ARTICLE XIII - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a shareholder's meeting by a majority of the stock entitled to vote thereon, unless all of the Directors and all of the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 18 day of April, 1995.

  
\_\_\_\_\_  
MITCHELL D. ADLER

STATE OF FLORIDA           )  
                                  ) SS:  
COUNTY OF BROWARD       )

BEFORE ME, the undersigned authority, duly authorized to take acknowledgments in the County and State last aforesaid, this day personally appeared MITCHELL D. ADLER, to me known to be the person who executed these Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily and for the uses and purposes therein expressed.

18 day of April, 1995.



KATIA CARDENAS  
(PRINT NAME OF NOTARY)

Personally known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

**ACCEPTANCE OF REGISTERED AGENT**

Designation as initial registered agent for the foregoing corporation is hereby acknowledged and accepted as of this 18 day of April, 1995.

By: [Signature]  
MITCHELL D. ADLER

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