

STEWART, JOYNER, JORDAN-HOLMES, HOLMES, P.A.

ATTORNEYS AND COUNSELLORS

REPLY TO: TAMPA OFFICE

P95000063647

August 10, 1995

Secretary of State
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32301

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*****70.00 *****70.00

RE: Art Blu, Inc.

Dear Sir or Madam:

Enclosed please find a check in the amount of \$70.00 for filing the enclosed Articles of Incorporation of Art Blu, Inc. Please stamp the enclosed copy of articles showing the date of filing, and return the stamped copy to me in the enclosed stamped, addressed envelope.

Your immediate assistance is appreciated. If further information is needed, please do not hesitate to contact me.

Very Truly Yours,

STEWART, JOYNER, JORDAN-HOLMES,
HOLMES, P.A.

J. Elaine Holmes

T. Elaine Holmes

TEH/dhg
enclosure
cc: Jill and Billy Campisciano

AUG 17 1995

FILED
95 AUG 16 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

Art Blu, Inc.

FILED

95 AUG 16 AM 11:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1. Name. The name of the corporation is:

Art Blu, Inc.

Article 2. Corporate Office. The principal office of the corporation and the address of same shall be 4949 Marbrisa Drive, Apt. No. 1115, Tampa, FL 33624. The number of shares the corporation is authorized to issue is five thousand (5000). There shall be one class of shares which is common, and each share shall have a par value of \$1.00. In that the corporation shall issue only common shares of stock, rights of each share shall not vary as to relative rights and preferences among shares.

Article 3. Pre-emptive Rights. The shareholders reserve the right to establish pre-emptive rights in accordance with a resolution to be adopted by the shareholders.

Article 4. Registered Agent. The street address of the corporation's initial registered office is 4949 Marbrisa Drive, Apt. No. 1115, Tampa, Florida 33624, and the name of its initial registered agent at that office is Jill H. Campisciano.

Article 5. Incorporator. The names and addresses of the incorporators are: Jill H. Campisciano, 4949 Marbrisa Drive, Apt. No. 1115, Tampa, FL 33624 and Billy M. Campisciano, 4949 Marbrisa Drive, Apt. No. 1115, Tampa, FL 33624.

Article 6. Board of Directors. The individuals who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Billy M. Campisciano	4949 Marbrisa Drive, Apt. No. 1115 Tampa, Florida 33624
Jill H. Campisciano	4949 Marbrisa Drive, Apt. No. 1115 Tampa, Florida 33624

Article 7. Powers. The corporation shall have perpetual duration and succession in its corporate name and shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs pursuant to the Florida Business Corporation Act. These powers include all corporate powers enumerated in The Florida Business Corporation Act, some of which are summarized as follows:

To sue and be sued, complain and defend in its corporate name;

To have a corporate seal, which may be altered at will and to use it or a facsimile of it, by impressing or affixing it or in any other manner reproducing it;

To purchase, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property or any legal or equitable interest in property wherever located;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, and otherwise dispose of all or any part of its property;

To lend money to, and use its credit to assist, its officers and employees in accordance with s. 607.0833, Florida Statutes;

To purchase, receive, subscribe for or otherwise acquire, own, hold, vote, use, sell, mortgage lend, pledge, or otherwise dispose of, and deal in and with shares or other interests in, or obligations of, any other entity;


To make contracts and guarantees, incur liabilities, borrow money, secure any of its obligations by mortgage or pledge of any of its property or income;

To lend money, invest and reinvest its funds, and receive and hold real and personal property as security for repayment;

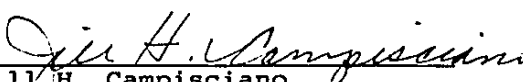
To conduct its business, locate offices, and exercise the powers granted by this Act within or without this state;

To be a promotor, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other entity.

Article 8. Effective Date. The effective date of the corporation shall be the date of filing of the Articles of Incorporation by the Department of State.



Billy M. Campisciano
Incorporator



Jill H. Campisciano
Incorporator

FILED

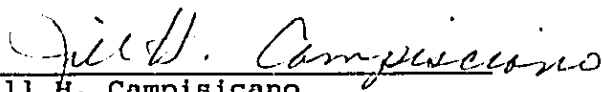
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Art Blu, Inc.

Acceptance of registered agent:

The undersigned individual, named in the foregoing Articles of Incorporation to serve as registered agent of Art Blu, Inc., hereby accepts the appointment as registered agent and represents that the undersigned is familiar with, and accepts the obligations of that position as required in Sections 607.0501, and 607.0505, Florida Statutes.


Jill H. Campisicano
4949 Marbrisa Drive, Apt. 1115
Tampa, FL 33624