

P95000066389
ANDREW P. TRAKAS, P.A.
TELEPHONE (800) 8

August 21, 1995

400000015710074
-08725795--01075--013
****122.50 ****122.50

Re: Sunshine Frame & Art Emporium, Inc.

Gentlemen:

Enclosed for filed is Articles of Incorporation. Also enclosed is check in the amount of \$122.50 and copy of Articles.

Very truly yours,

ANDREW P. TRAKAS *per: J.S.*

ANDREW P. TRAKAS

100-441100-1000
AUG 28 1995

ARTICLES OF INCORPORATION
OF
SUNSHINE FRAME & ART EMPORIUM, INC.

95 APR 25 PM 3:21
FILED
CLERK

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a Corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is:

Sunshine Frame & Art Emporium, Inc.

ARTICLE II - PURPOSE

This Corporation may transact any and all lawful business permitted under the laws of the United States of America or the State of Florida, for which Corporations may be incorporated under the Florida General Corporation Act, including, but not limited to wholesale and retail framing of oil paintings, prints, and other items of art, as well as the sale at wholesale and retail of all goods, merchandise and services, and the doing of everything necessary, proper, advisable or convenient for the accomplishment of each and all of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by law.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock having a nominal or par value of \$ 1.00 per share.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this Corporation will begin business is One thousand Dollars (\$ 1,000.00).

ARTICLE V - TERM OF EXISTENCE

This Corporation is to exist perpetually unless sooner dissolved by operation of law or pursuant to law

ARTICLE VI - ADDRESS

The initial post office address of the principal office of this Corporation in the State of Florida is 88 Fourth Street, N.W., Winter Haven, Florida, 33881. The principal office of this Corporation may be moved to any other location and address in the State of Florida at the discretion of the Stockholders.

ARTICLE VII - MANAGEMENT BY STOCKHOLDERS

The business of this Corporation shall be managed by its Stockholders rather than a Board of Directors. In the management of the business of the Corporation the act of the Stockholders representing a majority of the outstanding shares of the Corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the Stockholders for the management of the business of the Corporation. The Corporation, for purposes of compliance with the Laws of the State of Florida, shall have one Director whose name and residence address is: FREDERICK B. MUNRO, 105 North Pointe Drive, Auburndale, Florida 33823.

ARTICLE VIII - SUBSCRIBERS

The names and post office addresses of the subscribers to these Articles of Incorporation, the number of shares of stock and the value of the consideration therefor are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONTRIBUTION</u>
Frederick B. Munro and Linda A. Munro, his wife	105 North Pointe Drive Auburndale, Fla. 33823	500	\$ 1,000.00

ARTICLE IX - INITIAL OFFICERS

The initial officers of this Corporation shall be

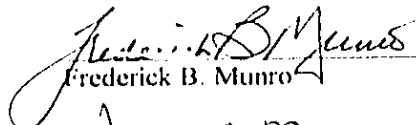
PRESIDENT Frederick B. Munro

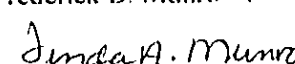
SECRETARY Linda A. Munro

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a meeting of the Stockholders by a majority of the Stockholders.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 17th day of August, 1995.

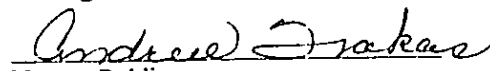

Frederick B. Munro

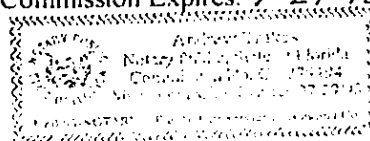

Linda A. Munro

STATE OF FLORIDA
COUNTY OF POLK

Before me, the undersigned authority, personally appeared **Frederick B. Munro** and **Linda A. Munro**, his wife, to me well known and known to me to be the persons described in and who subscribed the above Articles of Incorporation, and they did freely and voluntarily acknowledge to and before me according to law that they made, executed and subscribed the said instrument for the uses and purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Winter Haven, in said County and State, this 17th day of August, 1995.


Notary Public
My Commission Expires: 7-29-98



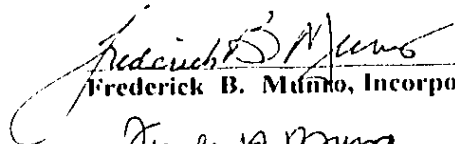
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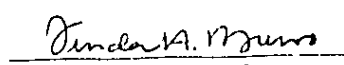
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
and NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

Pursuant to Section 48.091, and Section 607.051 (3) Florida Statutes, the following is submitted in compliance with said Act:

SUNSHINE FRAME & ART EMPORIUM, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 88 Fourth Street, N.W., Winter Haven, Florida, 33881, names **ANDREW TRAKAS**, located at 123 Avenue C, S.W., Winter Haven, County of Polk, State of Florida, as its agent to accept service of process within this State.


Frederick B. Munro, Incorporator


Linda A. Munro, Incorporator

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


ANDREW TRAKAS, Registered Agent