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ACCOUNT NO. : 07C100000032

REFERENCE : 059207 015270

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 26, 1996

ORDER TIME : 11:20 AM

ORDER NO. : 059207

CUSTOMER NO: 015270

CUSTOMER: Henry L. Dicus, Esq.
WILLIAM A. DICUS, ESQ

740 Broadway

Dunedin, FL 34698

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-02/26/96--01093--006
*****122.50 *****122.50

DOMESTIC FILING

NAME: FLORIDA BALLET SCHOOL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James L Hawkins

EXAMINER'S INITIALS: _____

RECEIVED
96 FEB 26 PM 1:14
96 FEB 27 AM 10:57
FILED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

T. BROWN FEB 27 1996

WILLIAM A. DICUS, P.A.

Attorneys and Translators at Law

WILLIAM A. DICUS
HENRY L. DICUS

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Of Counsel

748 BROADWAY • SUITE 201 • POST OFFICE DRAWER 88

DUNEDIN, FLORIDA 34097

(813) 733-3101

February 20, 1996

Secretary of State
Corporate Records Division
Tallahassee, FL 32304

Re: FLORIDA BALLET SCHOOL, INC.

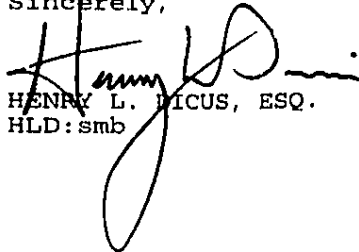
Dear Sir:

Enclosed please find original and one copy of Articles of Incorporation. I understand you will return the certified copy of the Charter.

Also enclosed is check in the sum of \$122.50 to cover the following:

Filing Fee	\$35.00
Certified Copy	\$52.50
Resident Agent Designation	\$35.00
	<u>\$122.50</u>

Sincerely,



HENRY L. DICUS, ESQ.
HLD:smb

**ARTICLES OF INCORPORATION
OF
FLORIDA BALLET SCHOOL, INC.**

FILED
96 FEB 27 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of the Corporation is FLORIDA BALLET SCHOOL, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

The purpose or purposes for which the corporation is organized is to engage in the operation of a dance school, and to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by other law, or by these article of incorporation, and to carry out the said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district or possession of the United States, or by the foreign country. And further to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue FIVE THOUSAND (5,000) share of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

**ARTICLE VI - CORPORATION PRINCIPAL OFFICE AND INITIAL
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the principal office of this corporation are the same and is 31912 U. S. Hwy. 19 N., Palm Harbor, FL 34684, and the name of the initial registered agent of this corporation at that address is Roni Sue Wright.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two member(s) who shall serve initially as the same until such time as a successor or successors are elected. The number of Directors may be increased or decreased from time to time by the Bylaws.

The names and addresses of the person(s) who shall serve as initial directors until their successors have been elected and qualified, are as follows:

Roni Sue Wright
416 Tennessee Ave.
Crystal Beach, FL 34681

Mary A. Devine
2064 Little Neck Road
Clearwater, FL 34615

ARTICLE VIII - OFFICERS

The names and addresses of the initial officers of the corporation are:

Roni Sue Wright
416 Tennessee Ave.
Crystal Beach, FL 34681
President & Treasurer

Mary A. Devine
2064 Little Neck Road
Clearwater, FL 34615
Vice-President & Secretary

ARTICLE IX - INCORPORATOR

The name and address of the Incorporators signing these articles are:

Roni Sue Wright
416 Tennessee Ave.
Crystal Beach, FL 34681

Mary A. Devine
2064 Little Neck Road
Clearwater, FL 34615

ARTICLE X - INDEMNIFICATION

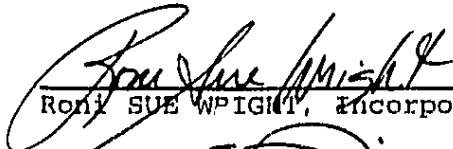
The corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

ARTICLE XI - AMENDMENT

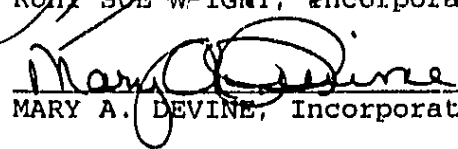
This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Article of Incorporation on the date of signing.

Dated: 2-23-96



RONI SUE WRIGHT, Incorporator

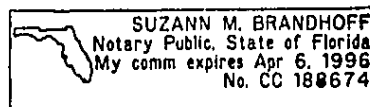


MARY A. DEVINE, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 23rd day of February, 1996, by Roni Sue Wright and Mary A. Devine, who are personally known to me or who have produced FL drivers' licenses as identification.

NOTARY PUBLIC:
Sign: 



CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

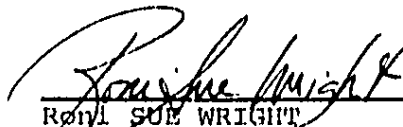
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96 FEB 27 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes,
following is submitted:

First, that FLORIDA BALLET SCHOOL, INC.

desiring to organize or qualify under the laws of the State of
Florida, has named Roni Sue Wright, located at 31912 U. S. Hwy. 19
N., Palm Harbor, FL 34684, as its agent to accept service of
process within Florida.

Dated: February 23, 1996




RONI SUE WRIGHT
Incorporator

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named to accept service of process for the above
stated corporation, at the place designated in the Articles, I
hereby agree to act in this capacity, and I further agree to comply
with the provisions of all statutes relative to the proper
performance of my duties.

Dated: February 23, 1996



RONI SUE WRIGHT
Registered Agent