

FROM MARION ADAMS CRISER

05/07/96 15:39/8 15:39/8 35603 893 P 1/6

9600039330

5/7/96 FLORIDA DIVISION OF CORPORATIONS 3:12 PM

(((H96000006469))) PUBLIC ACCESS SYSTEM

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS FROM: MAHONEY ADAMS & CRISER, P.A.

DEPARTMENT OF STATE 50 N LAURA ST

STATE OF FLORIDA 3400 HARNETT CENTER

409 EAST GAINES STREET JACKSONVILLE FL 32202-

TALLAHASSEE, FL 32399 CONTACT: CORINNE P MCCLURE

FAX: (904) 922-4000 PHONE: (904) 364-1100

FAX: (904) 798-2661

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: LEIGH FOGLE FINE ART, INC.

FAX AUDIT NUMBER: H96000006469 CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/07/1996 TIME REQUESTED: 15:12:32

CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 5 METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER: 076226003514

Note: Please print this page and use it as a cover sheet when submitting

documents to the Division of Corporations. Your document cannot be processed

without the information contained on this page. Remember to type the Fax Audit

number on the top and bottom of all pages of the document.

(((H96000006469)))

** ENTER 'M' FOR MENU. **

MAC No. _____

FILED
96 MAY -7 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

[Handwritten signature]
5/8

DIVISION OF CORPORATIONS

96 MAY -7 PM 4:03

RECEIVED

1196000006469
96 MAY -7 PM 3:03
FILED

Articles of Incorporation
of
Leigh Fogle Fine Art, Inc.

ARTICLE I

Name and Duration

The name of the Corporation is Leigh Fogle Fine Art, Inc. The duration of the Corporation is perpetual. The effective date upon which this Corporation shall come into existence shall be the date these Articles are filed by the Secretary of State.

ARTICLE II

Principal Office

The address of the principal office of the Corporation in the State of Florida is 10372 Big Tree Lane, in the City of Jacksonville 32257.

ARTICLE III

Registered Office and Agent

The address of the registered office in the State of Florida is c/o Mahoney Adams & Criser, P.A., 50 North Laura Street, 3400 Barnett Center, in the City of Jacksonville, County of Duval. The name of the registered agent at such address is RAX CO.

ARTICLE IV

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

Prepared by G. Alan Howard, Esq.
Mahoney Adams & Criser, P.A.
P. O. Box 4099
Jacksonville, FL 32201
(904) 354-1100
Attorney No. 0629091

H96000006469

H9600006469

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is Ten Thousand (10,000) shares of Common Stock ("Common Stock") \$0.01 par value per share.

ARTICLE VI

Incorporator

The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
RAX CO.	c/o Mahoney Adams & Criser, P.A. 3400 Barnett Center Jacksonville, FL 32202

ARTICLE VII

Board of Directors

1. The number of members of the Board of Directors may be increased or diminished from time to time by the Bylaws; provided, however, there shall never be less than one. Each director shall serve until the next annual meeting of shareholders.

2. If any vacancy occurs in the Board of Directors during a term, the remaining directors, by affirmative vote of a majority thereof, may elect a director to fill the vacancy until the next annual meeting of shareholders.

3. The name and mailing address of the person who shall serve as the sole director of the Corporation until the first annual meeting of the shareholders is as follows:

H9600006469

H96000006469

Name	Address
Leigh Fogle	10372 Big Tree Lane Jacksonville, FL 32257

ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

ARTICLE IX

Bylaws

The power to adopt, amend or repeal bylaws for the management of this Corporation shall be vested in the Board of Directors or the shareholders, but the Board of Directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE X

Indemnification

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

ARTICLE XI

Transfer of Shares

If, from time to time, a shareholders' agreement among all of the shareholders of the Corporation is in effect regarding the Subchapter S status of the Corporation pursuant to the Internal Revenue Code of the United States in effect from time to time, then transfers of the Corporation's Common Stock made not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

H96000006469

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida, does make, file and record these Articles of Incorporation, and does certify that the facts herein stated are true; and I have accordingly hereunto set my hand and seal.

DATED at Jacksonville, Duval County, Florida, this 7th day of May, 1996.

RAX CO., a Florida corporation

By: 
G. Alan Howard, Vice President

H96000006469

H96000006469

REGISTERED AGENT CERTIFICATE

In pursuance of the Florida Business Corporation Act, the following is submitted, in compliance with said statute:

That Leigh Fogle Fine Art, Inc., desiring to organize under the laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation at the City of Jacksonville, County of Duval, State of Florida, has named RAX CO., located at said registered office, as its registered agent to accept service of process and perform such other duties as are required in the State.

ACKNOWLEDGMENT:

Having been named to accept service of process and serve as registered agent for the above-stated Corporation, at the place designated in this Certificate, the undersigned, by and through its duly elected officer, hereby accepts to act in this capacity, and agrees to comply with the provision of said statute relative in keeping open said office, and further states that I am familiar with §607.0501, Florida Statutes.

FILED
96 MAY 7 11 3:06
SECRETARY OF STATE
ALDINE E. FORD

RAX CO., a Florida corporation

By: 
G. Alan Howard, Vice President

DATED: May 7, 1996

o:\tax\mccleure\howard\leigh\articles

H96000006469

9600039330

8/18/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000013549 5))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000
FROM: MAHONEY ADAMS & CRISER, P.A. ACCT#: 076226003514
CONTACT: CORINNE P MCCLURE
PHONE: (904)354-1100 FAX #: (904)798-2697

NAME: LEIGH FOOLE FINE ART, INC.
AUDIT NUMBER.....H97000013549
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 1
CERT. COPIES.....0 DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

HAC No. 18674.101

FILED
97 AUG 19 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG 19 AM 9:41
FLEXIBLE SERVICES DIVISION

Doc
8/19

M/C Amend

H97000013549

FILED
AUG 19 11:12:06
TALLAHASSEE STATE
SECRETARY

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
LEIGH FOGLE FINE ART, INC.

The undersigned hereby certifies as follows:

1. The name of the Corporation is LEIGH FOGLE FINE ART, INC.
2. Article I of the Articles of Incorporation of LEIGH FOGLE FINE ART, INC. is hereby amended to read as follows:

ARTICLE I

Name

1. The name of this corporation is FOGLE FINE ART, INC. The duration of the Corporation is perpetual.
3. The foregoing amendment is adopted by all members of the Board of Directors of this Corporation, by written action dated August 15, 1997, pursuant to Florida Statutes.
4. Shareholder action is not required.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment on the 15th day of August, 1997.

LEIGH FOGLE FINE ART, INC.

By: *Leigh Fogle*
Leigh Fogle, President and Director

o:\corp\uncelure\howard\fogle\name.amn

Prepared by Jason B. Burnett, Esq.
Mahoney Adams & Criser, P.A.
P. O. Box 4099
Jacksonville, FL 32202
(904) 354-1100
Florida Bar No. 0822663

H97000013549



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1997

LEIGH FOGLE FINE ART, INC.
10372 BIG TREE LANE
JACKSONVILLE, FL 32257

SUBJECT: LEIGH FOGLE FINE ART, INC.
REF: P96000039330

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000013549
Letter Number: 297A00041658

AUG-18-97 MON 00:32 AM

MANONEY ADAMS & CRISER

FAX NO. 9047002088

P. 01

8/18/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:13 AM

((H97000013549 8))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: MANONEY ADAMS & CRISER, P.A.
CONTACT: CORINNE P MCCLURE
PHONE: (904)354-1100

ACCT#: 076226003514

FAX #: (904)790-2697

NAME: LEIGH FOGLE FINE ART, INC.
AUDIT NUMBER.....H97000013549
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 1
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

HAC No. 10674.101

RECEIVED
97 AUG 18 AM 9:48
DIVISION OF CORPORATIONS