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June 5, 1996

100001858651
-06/06/96--01070--001
****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

Re: Articles of Incorporation of
B.E.T.A.- COTILLION CHILDREN'S FINE ARTS ACADEMY, INC.

Dear Sirs/Madams:

Enclosed please find the original and three copies of the Articles of Incorporation on the above-mentioned for filing, along with my check in the amount of \$ 122.50 for said filing.

Please return the filed Articles of Incorporation to the undersigned.

Thank you for your assistance in this matter.

Sincerely,

Mary Koch Polson

MARY KOCH POLSON

Enclosures

cc: Ms. Michelle Kerrigan

FILED
96 JUN -6 PM 2:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PMC
6/7/96

**ARTICLES OF INCORPORATION
OF**

B.E.T.A.- COTILLION CHILDREN'S FINE ARTS ACADEMY, INC.

FILED
96 JUN -6 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this Corporation is **B.E.T.A.- COTILLION CHILDREN'S FINE ARTS ACADEMY, INC.**, hereinafter referred to as "Corporation." The principal and mailing address of this Corporation is 538 Eglin Parkway, Fort Walton Beach, Florida 32547.

ARTICLE II - DURATION

This Corporation shall exist perpetually commencing on the date of filing of these Articles.

ARTICLE III - PURPOSE

This Corporation is organized for the purposes of operating a children's fine arts academy for the teaching of acting, singing, dancing, art, music, and cotillion related activities for children, and for transacting any and all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue Five Thousand (5,000) shares of One Dollar (\$1.00) value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her 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 - INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the Initial Registered Agent and office of this Corporation shall be as follows:

MARY KOCH POLSON
90 Seal Parkway N.W., Suite B
Fort Walton Beach, Florida 32548

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and addresses of the initial directors of this Corporation is as follows:

MICHELLE KERRIGAN
538 Eglin Parkway
Fort Walton Beach, Florida 32547

MYRA ARNOLD
40 Country Club Road
Shalimar, Florida 32579

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is as follows:

**MICHELLE KERRIGAN
538 Eglin Parkway
Fort Walton Beach, Florida 32547**

ARTICLE IX - SECTION 1244 STOCK

It is the intent of this charter that the Directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1954, as amended.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. The Directors of this Corporation shall have the power to make and amend the By-Laws of this Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 5th day of June, 1996.


MICHELLE KERRIGAN

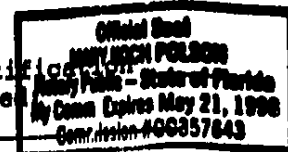
STATE OF FLORIDA
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me this 5th day of June, 1996, by MICHELLE KERRIGAN, who personally appeared before me at the time of notarization, and who did take an oath acknowledging that she executed the foregoing Articles of Incorporation freely and voluntarily for the purposes therein expressed.

NOTARY PUBLIC:

sign Mary Koch Polson
print/type: Mary Koch Polson
State and County Aforesaid
My Commission Expires:
Commission No.:

Personally Known / OR Produced Identification
Type of Identification Produced



ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Articles of Incorporation, I hereby acknowledge that I am familiar with and accept the obligations of registered agent and I hereby agree to act in this capacity, and agree to comply with the provisions of said Act, relative to keeping open said office.

Mary Koch Polson
MARY KOCH POLSON

FILED
96 JUN -6 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

404 JUL 15 1996

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -8 PM 2:53

ARTICLES OF DISSOLUTION
OF

B.E.T.A.-COTILLION CHILDREN'S FINE ARTS ACADEMY, INC.

FIRST: The name of the Corporation is B.E.T.A.-COTILLION
CHILDREN'S FINE ARTS ACADEMY, INC..

SECOND: The Articles of Incorporation were filed on June 6, 1996.

THIRD: None of the Corporation's shares have been issued.

FOURTH: No debt of the Corporation remains unpaid.

FIFTH: A majority of the Directors authorized the dissolution.

Signed this 4th day of July, 1996.

DIRECTORS:

Michelle Kerrigan
MICHELLE KERRIGAN
538 Eglin Parkway
Fort Walton Beach, Florida 32547
DIRECTOR

Myra Arnold
MYRA ARNOLD
40 Country Club Road
Shalimar, Florida 32579
DIRECTOR