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WILLIAM D. KRAMER, P. A.

Attorney at Law

950 N. Collier Blvd, Suite 301 • Marco Island, FL 33937-2716 • 941-394-1415 • Fax: 941-394-1617

July 27, 1996

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FLORIDA 32314

000001507353
-07/30/96--01020--016
*****70.00 *****70.00

DEAR SIR:

ENCLOSED IS THE ORIGINAL AND ONE COPY OF THE ARTICLES OF INCORPORATION FOR **LECROY-LANSDOWN DESIGN STUDIO, INC.** WITH ITS REGISTERED OFFICE AT 950 N. COLLIER BLVD, SUITE 301, MARCO ISLAND, FLORIDA 33937-2716.

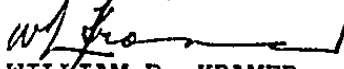
ALSO ENCLOSED IS A CHECK IN THE AMOUNT OF \$70.00 FOR THE FOLLOWING FEES AND TAXES:

1. FILING FEE - \$35.00
2. DESIGNATE REGISTERED AGENT FEE - \$35.00

PLEASE FILE THESE ARTICLES AND RETURN A COPY TO:

WILLIAM D. KRAMER, P.A.
950 N. Collier Blvd, Suite 301
Marco Island, Florida 33937-2716

SINCERELY,


WILLIAM D. KRAMER

WDF/TS
ENCLS.

AL JUL 30 1996

FILED
96 JUL 29 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

LECROY-LANSDOWN DESIGN STUDIO, INC.

FILED
96 JUL 29 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBER TO THESE ARTICLES OF INCORPORATION, A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY FORMS AND ESTABLISHES A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL OFFICE LOCATED AT 950 N. COLLIER BLVD, STE 300, MARCO ISLAND, FL 33937-2716. ITS MAILING ADDRESS IS: 950 N. COLLIER BLVD, STE 300, MARCO ISLAND, FL 33937-2716.

ARTICLE I. NAME

THE NAME OF THIS CORPORATION IS LECROY-LANSDOWN DESIGN STUDIO, INC.

ARTICLE II. DURATION

THIS CORPORATION SHALL EXIST FOR A PERPETUAL PERIOD OF TIME COMMENCING AT THE TIME OF THE FILING OF THESE ARTICLES OF INCORPORATION BY THE FLORIDA DEPARTMENT OF STATE.

ARTICLE III. PURPOSE

THIS CORPORATION IS FORMED TO TRANSACT ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATIONS MAY BE INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA INCLUDING BUT NOT BY WAY OF LIMITATION TO OPERATE AS A/AN: RESIDENTIAL DECORATING SERVICE.

ARTICLE IV. AUTHORIZED SHARES

THIS CORPORATION IS AUTHORIZED TO ISSUE ONE HUNDRED (100) SHARES OF COMMON STOCK HAVING A PAR VALUE OF ONE DOLLAR (\$1.00).

ARTICLE V. REGISTERED OFFICE AND AGENT

Articles of Incorporation for LECROY-LANSDOWN DESIGN STUDIO, INC.
Dated July 27, 1996

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION IS 950 N. COLLIER BLVD., SUITE 301, MARCO ISLAND, FLORIDA 33937 AND THE NAME OF THE REGISTERED AGENT OF THIS CORPORATION AT THIS ADDRESS IS WILLIAM D. KRAMER.

ARTICLE VI. BOARD OF DIRECTORS AND OFFICERS

THIS CORPORATION SHALL HAVE NO BOARD OF DIRECTORS INITIALLY. A BOARD OF DIRECTORS MAY BE ESTABLISHED AND THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE SHAREHOLDERS. IN THE ABSENCE OF A BOARD OF DIRECTORS, THE POWERS AND CORPORATE DUTIES OF A BOARD OF DIRECTORS ARE TO BE PERFORMED BY THE PRESIDENT.

THE NAMES AND ADDRESSES OF THE INITIAL OFFICERS OF THE CORPORATION ARE:

PRESIDENT: BOBBIE LECROY LANSDOWN
1370 AUBURNDALE AVE.
MARCO ISLAND, FL 33937-2716

VICE PRESIDENT: NONE

SECRETARY: BOBBIE LECROY LANSDOWN
1370 AUBURNDALE AVE.
MARCO ISLAND, FL 33937

TREASURER: BOBBIE LECROY LANSDOWN
1370 AUBURNDALE AVE.
MARCO ISLAND, FL 33937

ARTICLE VII. INCORPORATOR

THE NAME AND ADDRESS OF THE INCORPORATOR OF THESE ARTICLES OF INCORPORATION IS:

WILLIAM D. KRAMER
405 SAN JUAN AVENUE
NAPLES, FLORIDA 33962

Articles of Incorporation for LECROY-LANSDOWN DESIGN STUDIO, INC.
Dated July 27, 1996

ARTICLE VIII. CUMULATIVE VOTING

CUMULATIVE VOTING IS PERMITTED ONLY IF AUTHORIZED IN THE BY-LAWS.

ARTICLE IX. AMENDMENTS

THE CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISIONS CONTAINED IN THESE ARTICLES OF INCORPORATION, OR ANY AMENDMENTS TO THEM, AND ANY RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION.

IN WITNESS WHEREOF THE UNDERSIGNED SUBSCRIBER HAS EXECUTED THESE ARTICLES OF INCORPORATION ON July 27, 1996.


WILLIAM D. KRAMER


Articles of Incorporation for LECROY-LANSDOWN DESIGN STUDIO, INC.
Dated July 27, 1996

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
FOR LECROY-LANSDOWN DESIGN STUDIO, INC.**

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED IN COMPLIANCE WITH SAID ACT: THAT, LECROY-LANSDOWN
DESIGN STUDIO, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH THE PRINCIPAL OFFICE AS DESIGNATED IN THE
ARTICLES OF INCORPORATION HAS NAMED WILLIAM D. KRAMER, ESQUIRE, 950
N. COLLIER BLVD, SUITE 301, MARCO ISLAND, FLORIDA 33937, AS ITS
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

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
PROVISION OF SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.


WILLIAM D. KRAMER, ESQ.
RESIDENT AGENT FOR
LECROY-LANSDOWN DESIGN STUDIO, INC.

FILED
96 JUL 29 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA