

P96000102625

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

RE: miami Fine art
Bress, Inc.

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
800002034798-7		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 11 Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep.		
<input type="checkbox"/> FAX () _____ pgs.		

SUBTOTALS

FEE.....
DISBURSED.....
SURCHARGE.....
TAX on corporate supplies.....
SUBTOTAL.....
PREPAID.....
BALANCE DUE.....

REQUEST TAKEN CONFIRMED APPROVED
DATE _____
TIME _____ CK No. _____
BY PPD _____

WALK-IN Will Pick Up 1220 1100

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 10% per Annum.

THANK YOU
from
Your Capital Connection

B. REGISTER DEC 20 1996

FILED
96 DEC 20 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 DEC 20 AM 10:40
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION
OF
MIAMI FINE ART PRESS, INC.**

FILED
96 DEC 20 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1. - NAME

The name of the corporation is MIAMI FINE ART PRESS, INC. (hereinafter called the "Corporation").

ARTICLE 2. - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the General Corporation Act of the State of Florida, including but not limited to publishing artists' books, lithographs and original art works.

ARTICLE III - PRINCIPAL OFFICE

The Corporation's principal office and mailing address is:

200 S. Biscayne Boulevard
Suite 3580
Miami, Florida 33131

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 100 shares of Common Stock, par value \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and street address of the initial registered office of this Corporation is:

LUIS FIGUERO
Litchford, Christopher, Nagin & Figueredo
200 S. Biscayne Boulevard
Suite 3580
Miami, Florida 33131

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have one director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of this Corporation is:


RICHARD NEWLIN
7336 Rampart Street
Houston, Texas 77801

ARTICLE VII - INCORPORATOR

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

LUIS FIGUEREDO
Litchford, Christopher, Nagin & Figueredo
200 S. Biscayne Boulevard
Suite 3580
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 19th day of December 1996.


LUIS R. FIGUEREDO
Incorporator

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

THE FOREGOING INSTRUMENT was acknowledged before me by LUIS R.
FIGUEREDO this 19th day of December, 1996, who is personally known to me.



NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

FILED
96 DEC 20 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

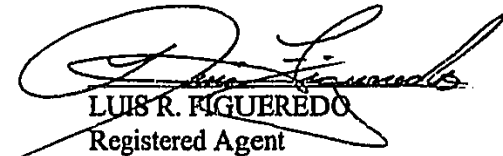
WITNESSETH:

That MIAMI FINE ART PRESS, INC., desiring to organize under the laws of the State of Florida, has named LUIS R. FIGUEREDO located at 200 S. Biscayne Boulevard, Suite 3580, Miami, Florida 33131, 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 agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325, Florida Statutes.

DATED this 19th day of December, 1996.


LUIS R. FIGUEREDO
Registered Agent