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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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OFFICE DATE
12-17-96

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
96 DEC 27 " 9 27
SEC. STATE
TALLAHASSEE, FLA.

Handwritten signature/initials
12/18/96

CR2E031(1-93)

Examiner's Initials

ARTICLES OF INCORPORATION
OF
ARTWORX PLUS, INC.

FILED
96 DEC 27 11 09 27
SEC. STATE

The undersigned Subscriber, a natural person competent to contract, desires to form a Corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation for such Corporation.

ARTICLE ONE

The name of the Corporation is **ARTWORX PLUS, INC.**

EFFECTIVE DATE
12/17/96

ARTICLE TWO

The Corporation shall begin its existence on the date these Articles of Incorporation are subscribed and acknowledged, and the duration of the Corporation thereafter shall be perpetual, unless sooner terminated in accordance with law.

ARTICLE THREE

The purpose for which the Corporation is organized is the transaction of any or all lawful business for which Corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The total number of shares of stock which the Corporation shall have authority to issue is **ONE HUNDRED (100)** all of one class, namely common stock, and the par value of each share is **ONE (\$1.00)** Dollar amounting in the aggregate to **ONE HUNDRED (\$100)** Dollars.

ARTICLE FIVE

The Corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The Principal and Registered mailing address of the initial registered office of this Corporation is 6001-27 Argyle Forest Blvd. Suite 86, Jacksonville, FL 32244 and the name of its initial Registered Agent at such address is Carol A. Christopherson.

ARTICLE SEVEN

The Corporation shall have **TWO (2)** Directors, initially. The number of Directors may be changed from time to time by the Bylaws adopted by the Stockholders, but shall never be less than **TWO**.

ARTICLE EIGHT

The names and post office addresses of the initial Directors are as follows:

Carol A. Christopherson, 4149 Davie Court
Jacksonville, Florida 32210

Shawnda J. Muncher, 2298 Constitution Drive
Orange Park, Florida 32073

ARTICLE NINE

The name and post office address of the Subscriber to these Articles of Incorporation is as follows:

Shawnda J. Muncher, 2298 Constitution Drive
Orange Park, Florida 32073

ARTICLE TEN

Each Stockholder of the Corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the par value; thereof a pro rata portion of:

1. Any stock of any class that the Corporation may issue or sell, whether or not exchangeable for any stock of the Corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed by any amendment thereof or out of shares of stock of the Corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

2. Any obligation that the Corporation may issue or sell which is convertible into or exchangeable for any stock of the Corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instrument or instruments conferring on the holder the right to subscribe for or purchase from the Corporation any shares of its stock of any class or classes.

ARTICLE ELEVEN

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

IN WITNESS WHEREOF, the undersigned, being the Registered Agent states the following: "I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation".

Carl A. Christopherson
-Agent

IN WITNESS WHEREOF, the undersigned, being the Subscriber hereinbefore named, for the purpose of forming a Corporation pursuant to Chapter 607, Florida Statutes, has signed and acknowledged the Articles of Incorporation at Jacksonville, Duval County, Florida this 17 day of Dec, A.D., 1996.

[Signature]

STATE OF FLORIDA)
COUNTY OF DUVAL)

I HEREBY CERTIFY, that on this day before me, a Notary Public duly authorized in the State and County above to take acknowledgments personally appeared Carol A. Christopherson, to me known to be the person described as the Registered Agent in and who executed the forgoing Articles of Incorporation, and acknowledged before me that he executed name.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval Count, Florida this 17 day of Dec, A.D., 1996.

Sharon A. Kasper
Notary Public
My Commission Expires:




SHARON A KASPER
My Commission CC440081
Expires May, 06, 1999
Bonded by NFNU
800-224-6368

STATE OF FLORIDA)
COUNTY OF DUVAL)

I HEREBY CERTIFY, that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared Shawnda J. Muncher, to me known to be the person described as the Subscriber in and who executed the foregoing articles of Incorporation, and acknowledged before that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Jacksonville, Duval County, Florida this 17 day of Dec, A.D., 1996.


Notary Public
My Commission Expires:



SHARON A KASPER
My Commission CC449061
Expires May. 06, 1999
Bonded by NFNU
800-224-6368