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WILLIAM M. HOBBY III
JAMES H. BEUSSE

HOBBY & BEUSSE
ATTORNEYS AND COUNSELORS AT LAW
157 EAST NEW ENGLAND AVENUE
SUITE 375
WINTER PARK, FLORIDA 32789
(407) 644-8888 FAX (407) 645-3200
PATENTS, TRADEMARKS, COPYRIGHTS
December 17, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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-12/19/96--01085--011
****122.50 ****122.50

Re: Articles of Incorporation for:
LAMPLIGHT GALLERIES, INC.

Dear Sir/Madam:

Enclosed please find the original and a duplicate copy of the
Articles of Incorporation for the above identified corporation.
Please return the copy for our file.

Also enclosed is a check for:

Filing Fee:	\$ 35.00
Certified Return Copy:	\$ 52.50
Resident Agent Fee:	\$ 35.00
Total	<u>\$122.50</u>

FILED
97 JAN 23 AM 10:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 23 1997 BSB

Respectfully submitted,

EFFECTIVE DATE
12-30-96

James H. Beusse

JHB/sg

Enclosures

DEC 26 1996 BSB

025 W96-26953



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 26, 1996

HOBBY & BEUSSE
157 EAST NEW ENGLAND AVENUE
SUITE 375
WINTER PARK, FL 32789

SUBJECT: LAMPLIGHT GALLERIES, INC.
Ref. Number: W96000026953

We have received your document for LAMPLIGHT GALLERIES, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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 (904) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 696A00057192

WILLIAM M. HOBBY III
JAMES H. BEUSSE

HOBBY & BEUSSE
ATTORNEYS AND COUNSELORS AT LAW
157 EAST NEW ENGLAND AVENUE
SUITE 375
WINTER PARK, FLORIDA 32789
(407) 844-8888 FAX (407) 845-3200
PATENTS, TRADEMARKS, COPYRIGHTS
December 30, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

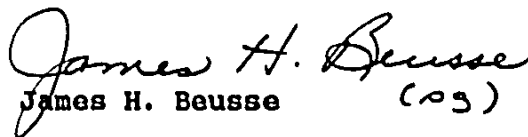
Re: Articles of Incorporation for:
LAMPLIGHT GALLERIES, INC.
Ref. No. W96000026953

Dear Sir/Madam:

Enclosed please find the original and a duplicate copy of the Articles of Incorporation for the above identified corporation. Please return the copy for our file.

A check for \$122.50 was previously sent.

Respectfully submitted,


James H. Beusse (23)

JHB/sg

Enclosures

ARTICLES OF INCORPORATION
OF
LAMPLIGHT GALLERIES, INC.

FILED

97 JAN -3 AM 10:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is LAMPLIGHT GALLERIES, INC.
whose address is P.O. Box 149394, Orlando, Florida 32814.

Article II - Duration

EFFECTIVE DATE
12-30-96

This corporation shall have perpetual existence unless
dissolved according to law, commencing upon execution of the
Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting
any or all lawful business, including retail store services, sales
of artwork and gift items.

Article IV - Capital Stock

This corporation is authorized to issue Ten Thousand
(10,000) shares of stock having no par value.

Article V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 2931 Forsyth Road, Unit 107, Winter Park, Florida 32792 and the initial resident and registered agent of this corporation at that address is Amy M. Shumway.

Article VI - Initial Board of Directors

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Amy M. Shumway
P.O. Box 149394
Orlando, Florida 32814

Craig S. Shumway
P.O. Box 149394
Orlando, Florida 32814

Chris W. Shumway
P.O. Box 149394
Orlando, Florida 32814

Article VII - Incorporator

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

Amy M. Shumway
P.O. Box 149394
Orlando, Florida 32814

Article VIII - Meetings by Conference Telephone

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone, as provided by law.

Article IX - Action by Directors Without a Meeting

The directors of this corporation may take action by written consent, as provided by law.

Article X - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 30th day of December, 1996.


AMY M. SHUMWAY, Subscriber

(Notarization of this signature appears
on page four.)

STATE OF FLORIDA)
COUNTY OF ORANGE)

SS

Before me a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared Amy M. Shumway known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

Sworn to and subscribed before me this 30th day of December, 1996.


Notary Public

My Commission Expires:
Personally Known X

OR Produced Identification _____



RESIDENT AND REGISTERED AGENT ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at 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.


AMY M. SHUMWAY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA