

P97000082682

814 E. Atlantic Ave. Delray Beach, Fl. 33483
Phone 561-276-0494 ~ Fax 561-266-9272

September 06, 1997

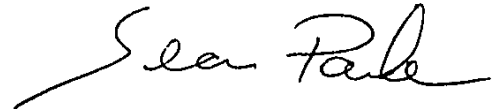
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To Whom It May Concern,

Please process these corporate papers as soon as possible. All correspondence may be sent to the address above. We will be forming an S-Corporation although I believe that information is for the IRS. Thank you for your help. I will await your return letter.

P.S. Time is of the essence. Thank you very much for your help.

Sincerely,



Sean Parke
E. Atlantic Art Co.

FILED
97 SEP 23 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2567, 2551, 2550
1097-21040

B. REGISTER SEP 24 1997
B. REGISTER SEP 12 1997

**ARTICLES OF INCORPORATION
OF
EAST ATLANTIC ART, INC.**

FILED
97 SEP 23 PM 12:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is **EAST ATLANTIC ART, INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 814 East Atlantic Avenue, Delray Beach, Florida 33483, and the name and address of the initial registered agent of this corporation at that address is Sean D. Parke.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have two Directors constituting the Board of Directors. The number of Directors may be either increased or decreased from time to time by the bylaws; however, there shall never be less than one Director nor more than five. The name and address of the initial Board of Directors of the corporation is:

Daniel A. Neumann
814 East Atlantic Avenue
Delray Beach, FL 33483

Sean D. Parke
814 East Atlantic Avenue
Delray Beach, FL 33483

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these articles is: Sean D. Parke, 814 East Atlantic Avenue, Delray Beach, FL 33483.

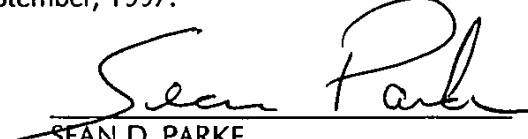
ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

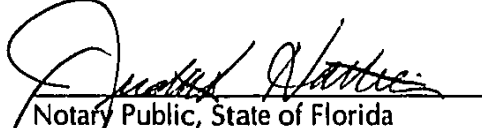
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of September, 1997.

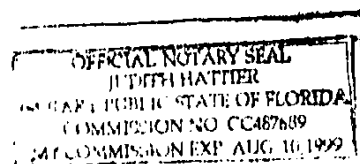

SEAN D. PARKE
Incorporator

STATE OF FLORIDA :
COUNTY OF PALM BEACH :

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Sean D. Parke, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 4th day of September, 1997.


Notary Public, State of Florida
My Commission Expires:

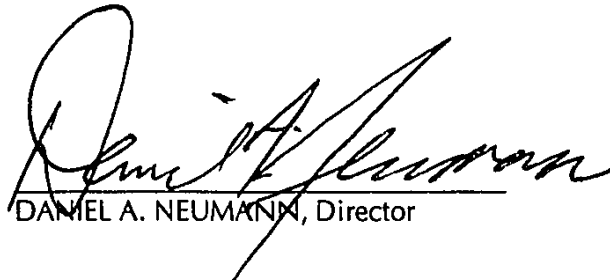


**CERTIFICATE DESIGNATING REGISTERED AGENT AND
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF
AGENT UPON WHOM PROCESS MAY BE SERVED**

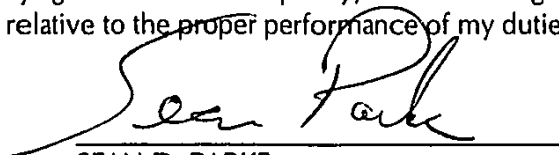
In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

THAT EAST ATLANTIC ART, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 814 East Atlantic Avenue, Delray Beach, Florida 33483, has named Sean D. Parke as its agent to accept service of process within Florida.

DATED: September 4th, 1997


DANIEL A. NEUMANN, Director

Having been named to accept service of process for the above named 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 performance of my duties.


SEAN D. PARKE
Registered Agent

FILED
97 SEP 23 PM 12:25
STATE
SECRETARY
TALLAHASSEE, FLORIDA