

**Followell
Accounting
Service &
Taxes**

P98000005992

January 16, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

400002405244--7
-01/20/98--01107--019
****122.50 ****122.50

RE: Art Arras, Inc.

Gentlemen:

Enclosed herewith please find two originals of Articles of Incorporation for the above corporation. Also enclosed is a check, in the amount of \$122.50 for the corporation, to cover the following costs:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total Fees	\$122.50

Please return a certified copy of the Articles of Incorporation to my attention.

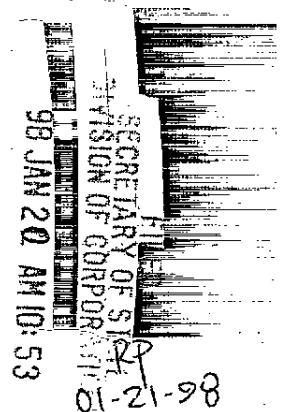
Sincerely,

Vicky H. Followell

Vicky H. Followell
Followell Accounting Service & Taxes

Enclosures
VHF/js

V. Followell GAVE
AUTHORIZATION BY PHONE TO
CORRECT Err Date
DATE 01-21-98
DOC. EXAM R.F.



ARTICLES OF INCORPORATION OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 20 AM 10:53

Art Arras Inc.

ARTICLE I - Name

The name of the corporation is: Art Arras Inc.

ARTICLE II - Existence

This corporation shall commence existence on January 29, 1998.

ARTICLE III - Purpose

The general purpose for which this corporation is organized shall be the transacting of any or all lawful business for which corporations may be incorporated under the provisions of Chapter 607, Florida Statutes.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of common stock, each having a par value of \$ 1.00. The stock will be classified as 1244 stock for Internal Revenue purposes.

ARTICLE V - Initial Registered Office and Agent

The address of the initial registered office of this corporation is 6586 Meandering Way, Bradenton, FL 34202 and the name of the initial registered agent of this corporation at that address is Andrzej Strzalkowski.

ARTICLE VI - Initial Corporate Office

The address of the initial corporate office of this corporation is 6586 Meandering Way, Bradenton, FL 34202.

ARTICLE VII - Initial Board of Directors

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by the By-Laws but there shall always be at least one director. The name and address of the initial directors of this corporation are:

NAME	ADDRESS
Andrzej Strzalkowski	6586 Meandering Way Bradenton, FL 34202
Renata Strzalkowski	6586 Meandering Way Bradenton, FL 34202

FILED
CLERK OF STATE
DIVISION OF CORPORATIONS

98 JAN 20 AM 10:53

ARTICLE VIII - Incorporator

The name and address of the person signing these Articles of Incorporation is: Andrzej Strzalkowski, 6586 Meandering Way, Bradenton, FL 34202.

ARTICLE IX - By-Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in either the Board of Directors or the shareholders; provided, however, the Board of Directors may not alter, amend or repeal any By-Laws adopted by the shareholders if the shareholders specifically provide that the By-Law is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE X - Indemnification

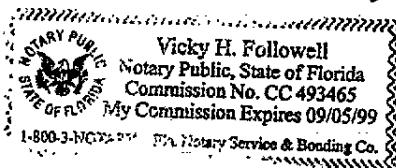
This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

Andrzej Strzalkowski
Andrzej Strzalkowski

STATE OF FLORIDA

COUNTY OF Manatee

The foregoing instrument was acknowledged before me on this the 16 day of January, 1998.



Vicky H. Followell
Notary Public

ACCEPTANCE

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

Andrzej Strzalkowski
Andrzej Strzalkowski