

P98000014449

ArtByBett Incorporated
5523 North Military Trail, #1216
Boca Raton, Florida 33496

January 30, 1998

Department of State
Attn: New Filing Section
P.O. Box 6327
Tallahassee, FL 32314

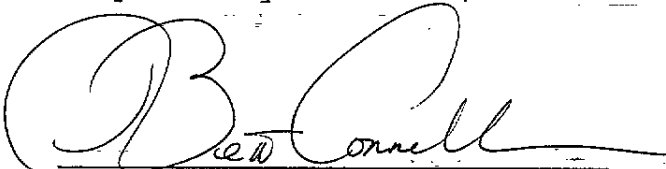
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****122.50 ****122.50

Re: ArtByBett Incorporated

To whom it may concern:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for ArtByBett Incorporated and our check in the amount of \$122.50.

Respectfully submitted,


Bett Connell, President

FILED
98 FEB 12 AM 9:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2/13/98-TM

ARTICLES OF INCORPORATION

OF

ArtByBett Incorporated

The undersigned incorporated does hereby make, subscribe, file and acknowledge these Article of Incorporation for the purpose of organizing a corporation under the Florida General Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be: ArtByBett Incorporated

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose for which this corporation is organized shall be to engage in any lawful activity or to transact any lawful business for which a corporation may be incorporated under the Florida General Corporation Act.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this corporation shall consist of 1000 shares of Common Stock, par value \$1.00 per share.

ARTICLE IV

CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation will begin business shall be determined by the initial Board of Directors.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V

ADDRESS OF PRINCIPAL OFFICE

Address of the principal office of this corporation is 5523 N. Military Trail, #1216, Boca Raton, Florida 33496.

ARTICLE VI

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this corporation in the State of Florida is 5523 N. Military Trail, #1216, Boca Raton, Florida 33496 and the initial registered agent of this corporation at that address shall be Bett Connell.

ARTICLE VIII

NUMBER OF DIRECTORS

This corporation shall have not less than one (1) Director.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

The names and street addresses of the initial members of the Board of Directors are:

Bett Connell

5523 N. Military Trail, #1216
Boca Raton, Florida 33496

ARTICLE X

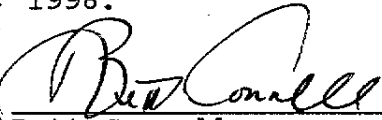
INCORPORATOR

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

Bett Connell

5523 N. Military Trail, #1216
Boca Raton, Florida 33496

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal,
this the 10th day of February, 1998.


Bett Connell

STATE OF FLORIDA
COUNTY OF

BEFORE ME, the undersigned Notary Public of the State of Florida personally appeared Bett Connell to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 10th day of February, 1998.



BARBARA ANN PAOLETTI
My Commission CC416065
Expires Dec. 02, 1998

My commission expires

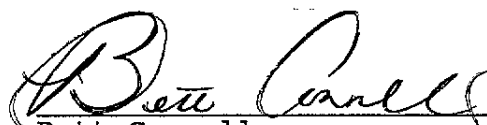

Notary Public, State of Florida

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 FEB 12 AM 9:16

FILED

THE UNDERSIGNED, named as the registered agent in Article VII of these Articles of Incorporation hereby consents to act as such registered agent.


Bett Connell