

§ P98000002/265
SWANSON & SPERLING, P.A.

Cynthia Stump Swanson
Sharon T. Sperling

500 East University Avenue • Suite C • Gainesville, Florida 32601 • (352) 375-5602 • (352) 373-7292 FAX

March 4, 1998

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: boulevard arts, inc.

300002448193--6
-03/05/98--01060--D11
*****70.00 *****70.00

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for filing. Also enclosed is a check in the amount of \$70.00 for payment of the following fees:

Filing Fee	\$	35.00
Registered Agent Designation		35.00

Thank you for your cooperation in filing these Articles.

Sincerely,

Cynthia Stump Swanson/srb

Cynthia Stump Swanson

CSS/srb
Enclosures

cc: Maryann Lombardi-Parker

FILED
98 MAR -5 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 06 1998

ARTICLES OF INCORPORATION

OF

boulevard arts, inc.

ARTICLE I - NAME

The name of this corporation is boulevard arts, inc.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of this corporation is 603 S.W. 12th Street, Gainesville, FL 32601. The mailing address is the same.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of no par value common stock, all of which shall be of a single class.

ARTICLE IV - AMENDMENT OF ARTICLES OF INCORPORATION

Amendment of these Articles of Incorporation to increase or decrease the authorized number of, or to change the designations, preferences, qualifications, limitations, restrictions, or special or relative rights of any of the classes of stock or to create any new class or classes of stock shall require the affirmative vote or written consent of the holders of at least sixty percent of each class of shares.

ARTICLE V - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the shareholders of this corporation.

ARTICLE VI - INDEMNIFICATION

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

ARTICLE VII - INCORPORATOR

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

MARYANN LOMBARDI-PARKER
2373 Broadway
Suite 1508
New York, NY 10024

FILED
98 MAR -5 AM 8:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE

The corporation names the following person as its registered agent to accept service of process within this state, and the following as its registered office:

CYNTHIA STUMP SWANSON
500 E. University Avenue
Suite C
Gainesville, FL 32601

ACKNOWLEDGMENT: Having been named to accept service of process for the above named corporation, at the place designated herein, I hereby agree to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open the registered office.



CYNTHIA STUMP SWANSON
Registered Agent

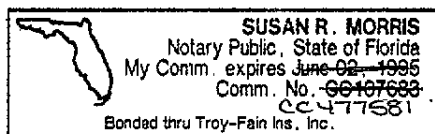
IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 2nd day of March, 1998.


MARYANN LOMBARDI PARKER
Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MARYANN LOMBARDI-PARKER, 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 the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 2nd day of March, 1998.




NOTARY PUBLIC, State of Florida

FILED
98 MAR -5 AM 8:29
CLERK OF STATE
TALLAHASSEE, FLORIDA