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& FAMILY LAW

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ALLEN, DELL, FRANK & TRINKLE, P.A.

SUITE 1240, THE BARNETT PLAZA  
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(813) 223-5351

LEROY ALLEN (1902-1975)

L. ROBERT FRANK (1924-1989)

JOHN R. TRINKLE, JR. (1928-1991)

AUTOMATIC TELECOPIER  
(813) 229-6682

March 5, 1998

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-03/09/98--01086--013  
\*\*\*\*122.50 \*\*\*\*122.50

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

Re: *Hyde Park Fine Arts, Inc.*

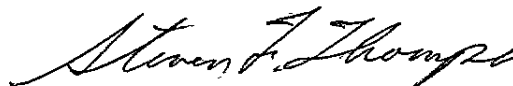
Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation of Hyde Park Fine Arts, Inc. to be filed with the your office. Once the Articles have been filed, kindly furnish the undersigned with a certified copy. A check in the amount of \$122.50 is enclosed for your services.

Your assistance in this matter is greatly appreciated. Please call if you have any questions or concerns.

Very truly yours,

ALLEN, DELL, FRANK & TRINKLE



Steven F. Thompson

SFT/amc  
encs.

FILED  
MAR 31 AM 6:29  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

(^)

Done  
3/10/98



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 10, 1998

STEVEN F. THOMPSON, ESQUIRE  
SUITE 1240, BARNETT PLAZA  
101 EAST KENNEDY BOULEVARD  
TAMPA, FL 33601

SUBJECT: HYDE PARK FINE ARTS, INC.  
Ref. Number: W98000005333

We have received your document for HYDE PARK FINE ARTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the original and one copy of 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 (850) 487-6933.

Dana Calloway  
Document Specialist

Letter Number: 598A00012989

**ARTICLES OF INCORPORATION**  
**OF**  
**HYDE PARK FINE ARTS, INC.**

FILED  
98 MAR 31 AM 6:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - Name and Address

The name of the Corporation is HYDE PARK FINE ARTS, INC.

ARTICLE II - Principal Office

The principal office or the mailing address of the Corporation is 937 South Howard Avenue, Tampa, Florida 33606, subject to change and relocation by the Board of Directors.

ARTICLE III - Registered Office and Agent

The street address of the initial registered office of the Corporation is Allen, Dell, Frank & Trinkle, P.A., 101 East Kennedy Blvd., Suite 1240, Tampa, Florida 33601, and the name of the initial registered agent at such address is Donald W. Stanley, Jr. Esquire

ARTICLE IV - Duration of the Corporation

The duration of the Corporation is perpetual. The corporate existence is to commence at the date and time of the filing of the Articles of Incorporation by the Department of State.

ARTICLE V - Incorporator

The name and address of the incorporator is::

<u>Name</u>	<u>Address</u>
Timothy M. Waad	1911 Dekle Avenue Tampa, Florida 33606

ARTICLE VI - Capitalization

The aggregate number of shares which the Corporation is authorized to issue is 1,000.00.

Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE VII - Directors

The number of Directors constituting the Corporation's Initial Board of Directors is three (3).

The name and address of each person who is to serve as a member of the initial Board of Directors is:

<u>Name</u>	<u>Address</u>
Timothy M. Waad, President	1911 Dekle Avenue Tampa, Florida 33606
Judith T. Waad, Secretary/Treasurer	1911 Dekle Avenue Tampa, Florida 33606
Shirley N. Irving, Director	525 Lee Circle Annapolis, Maryland 21403

ARTICLE VIII - Bylaws

The power to adopt, alter, amend or repeal Bylaws of the Corporation shall be vested in the Board of Directors and the shareholders. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group except that any Bylaws adopted

by the shareholders may provide that it can only be altered, amended or repealed by the shareholders.

ARTICLE IX- Amendment

The power to amend or repeal the Articles of Incorporation may be exercised in the manner provided by the Florida General Corporation Act as follows:

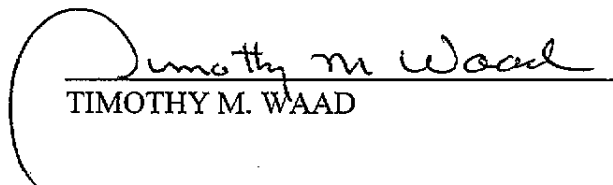
A. A resolution of the Board of Directors setting forth the proposed change may be submitted to the shareholders at a shareholders' meeting, if notice of the changes to be made is given; and shall be adopted on receiving the affirmative vote of the holders of a majority of the shares entitled to vote thereon;

B. All the directors and all the shareholders of the Corporation eligible to vote may sign a written statement manifesting their intention that the change shall thereby be adopted;

C. The shareholders may amend or appeal these Articles of Incorporation without an act of the directors at a meeting for which notice of the changes to be made is given; or

D. If no shares have been issued, these Articles of Incorporation may be amended or repealed by the affirmative vote of the majority of the directors.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 5<sup>th</sup> day of March, 1998.

 (SEAL)  
TIMOTHY M. WAAD

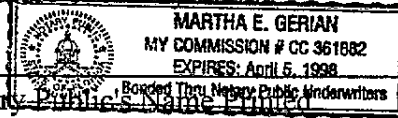
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of March, 1998, by Timothy M. Waad, who is personally known to me or who has produced a Florida

Drivers License as identification.

*Martha E. Gerian*

Signature of Notary Public



Notary Public's Name Printed

State of Florida at Large

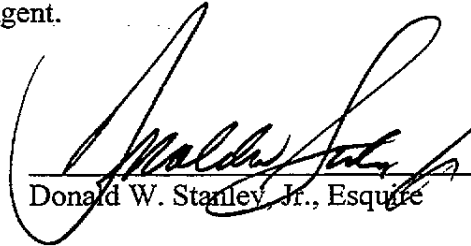
My Commission Expires:

**DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF FLORIDA STATUTE §607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA:**

1. The name of the Corporation is: **Hyde Park Fine Arts, Inc.**
  
2. The name and address of the Registered Agent and Registered Office is: **Donald W. Stanley, Jr., Esquire  
Allen, Dell, Frank & Trinkle, P.A.  
101 E. Kennedy Boulevard, Suite 1240  
Tampa, Florida 33602**

Having been named as Registered Agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
\_\_\_\_\_  
Donald W. Stanley, Jr., Esquire

Date: 3-24-98

FILED  
98 MAR 31 AM 6:29  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA