

KNIGHT & HAYANO, P.A.

Darren Knight
Mary Hayano

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Of Counsel:
Michael Knight

May 11, 1998

Department of State
Division of Corporations
P.O.Box 6327
Tallahassee, FL 32314

Re: new incorporation—Atelier, Incorporated

Dear Madam/Sir:

Enclosed please find one original and one copy of the Articles of Incorporation for **Atelier, Incorporated**, together with a check for \$78.75 to cover the filing fees and certificate. We have telephoned your office and been informed that this corporate name is available. Also enclosed are one original and one copy of a Certificate of Designation of Registered Agent/Registered Office. At your earliest convenience, please forward copies of the Certificate and any other documents relevant to filing to our office at the above-noted address.

Thank you in advance for your courtesy and cooperation.

Sincerely,

Mary Hayano
Mary Hayano
12500 Wayzata Blvd., Suite B
Minnetonka, MN 55305
(612) 525-1470

DK/bk
enclosures
ail-ct1
cc: client

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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F. CHESSEY MAY 20 1998

**ARTICLES OF INCORPORATION
OF
ATELIER INCORPORATED**

The undersigned incorporator, being of full age, for the purpose of forming a corporation (hereinafter referred to as the "Corporation") under and pursuant to the provisions of Chapters 607 and 621 of the Florida Statutes and Laws amendatory thereto and supplementary thereto, hereby adopts the following Articles of Incorporation.

**ARTICLE I.
Name**

The name of the Corporation shall be **ATELIER INCORPORATED.**

**ARTICLE II.
Principal Office**

The principal place of business and the mailing address of the Corporation shall be Atelier Incorporated, 631 Indian Harbor Drive, Johns Island, Vero Beach, Florida 32963.

**ARTICLE III.
Shares**

The aggregate number of authorized shares that this Corporation is authorized to have outstanding at any one time is One Hundred Thousand (100,000) common shares. The shares shall have a par value of one cent (\$0.01) per share. The Board of Director's shall be entitled to establish more than one class or series of shares of the Corporation.

**ARTICLE IV.
Initial Registered Agent and Street Address**

The name and address of the initial registered agent is: Darren Knight, Atelier Incorporated, 631 Indian Harbor Drive, Johns Island, Vero Beach, Florida 32963.

**ARTICLE V.
Purpose**

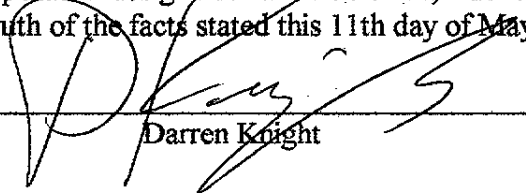
The purpose for which this Corporation is formed is a general business purpose to so enable this Corporation to carry on any business or activity which may be lawful and permitted by the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

ARTICLE VI.
Incorporator

The name and address of the incorporator to these Articles of Incorporation is Darren Knight, 631 Indian Harbor Drive, Johns Island, Vero Beach, Florida 32963.

The undersigned, being the incorporator designated in Article VI, has executed these Articles of Incorporation and certifies to the truth of the facts stated this 11th day of May, 1998.



Darren Knight

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

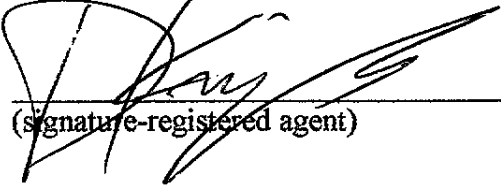
PURSUANT TO THE PROVISIONS OF SECTION 607.051, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is **Atelier, Incorporated.**
2. The name and address of the registered agent and office are:

registered agent-	Darren Knight
registered office-	Atelier, Incorporated 631 Indian Harbor Drive Johns Island Vero Beach, Florida 32963

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TALLAHASSEE, FLORIDA

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.


(signature-registered agent)


(date)