

P98000049328

Marcia Potts
3444 East Lake Rd Ste 402
Palm Harbor, Fl. 34685

May 28, 1998

Florida Department of State
Jim Smith, Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

800002542888--1
-06/01/98--01126--003
****122.50 ****122.50

Dear Mr. Smith,

Enclosed are Articles of Incorporation for American Ceramic Studios, Inc.

Attached is a check in the amount of \$122.50 for the fees.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,

Marcia Potts

Marcia Potts
813-786-2494

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 AM 8:00

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 JUN -1 AM 8:00

ARTICLES OF INCORPORATION
OF
AMERICAN CERAMIC STUDIOS INC.

ARTICLE I - NAME

The name of this corporation is American Ceramic Studios Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized to include the transaction of any or all lawful business for which corporations may be incorporated under Chapter 607.167 Florida Statutes (1975) as presently enacted and as it may be amended from time to time.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of one dollar (\$1.00) par value, which shall be designated "Common Shares" and Sec. 1244 stock under the Internal Revenue Code Sec. 1244.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon an offer for sale for cash of any new or authorized but unissued stock of the corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE, PRINCIPAL
OFFICE AND AGENT

The street address of the initial registered office,
principal office and agent of this Corporation is:

3444 East Lake Road, Suite 402
Palm Harbor, Florida 34685

at that address is:

Marcia Potts

I hereby am familiar with and accept the duties and responsibilities as registered agent for American Ceramic Studios, Inc.



Marcia Potts

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the bylaws but shall never be less than one (1). The names and addresses of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Marcia Potts	3444 East Lake Road Suite 402 Palm Harbor, Fl. 34685

ARTICLE VIII - INCORPORATORS

The name and address of the persons signing these articles are:

<u>Name</u>	<u>Address</u>
Marcia Potts	3444 East Lake Road Suite 402 Palm Harbor, Fl. 34685

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XII - SUBCHAPTER S STATUS

This corporation elects the S-CORPORATION status under the Internal Revenue Code Sec. 1361 (1954) with a year end of December 31.

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation this _____ day of _____ 1998.

Marcia Potts
Marcia Potts

State of Florida
County of Pinellas

The foregoing instrument was acknowledged before me this 28th day of May 1998

Oakley Leland Johnson
Notary Public
My commission expires:



OAKLEY LELAND JOHNSON
My Commission CC392180
Expires Jul. 13, 1998
Bonded by HAI
800-422-1655

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUN -1 AM 8:00