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THE LAW OFFICES OF RAYMOND J. LUCAS

BARNETT BANK TOWER
2929 EAST COMMERCIAL BOULEVARD
SUITE 501
FORT LAUDERDALE, FLORIDA 33308

PHONE (954) 351-9007
FAX (954) 351-9006

June 15, 1998
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Sent by regular mail to:

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

Re: Filing of Articles of Incorporation for "Culartists, Inc."

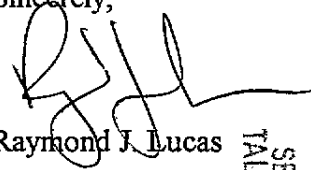
Dear Sir or Madam,

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above referenced entity together with a check in the amount of \$122.50 for the following:

Filing fee.....\$35.00
Certified copy.....\$52.50
Registered agent designation.....\$35.00

Please return a certified copy of the Articles of Incorporation to the above address.

Sincerely,


Raymond J. Lucas

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUN 17 AM 9:08

APPROVED
AND
FILED

RL/lw
enclosures

B. BROCK JUN 19 1998

**ARTICLES OF INCORPORATION
FOR
CULARTISTS, INC.**

**ARTICLE I
CORPORATE NAME**

The name of this corporation is "Culartists, Inc."

**ARTICLE II
NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one hundred (100) shares of common stock having a par value of one dollar (\$1.00) per share.

**ARTICLE IV
PREEMPTIVE RIGHTS**

The shareholders of this corporation shall have preemptive rights.

**ARTICLE V
TERMS OF EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE VI
PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

11351 S.W. 3rd Street
Plantation, FL 33325

98 JUN 17 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The registered agent and the street address of the initial registered office of the corporation in the State of Florida shall be:

Raymond J. Lucas, Esq.
Barnett Bank Tower
2929 East Commercial Blvd.
Suite 501
Fort Lauderdale, FL 33308

The board of directors may from time to time move the registered agent to any other address in the State of Florida.

**ARTICLE VIII
BOARD OF DIRECTORS**

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the shareholders but shall never be less than one (1).

**ARTICLE IX
INITIAL DIRECTOR(S)**

The name of the initial director of the corporation and his street address is:

Joseph T. Parsons
1215 S.E. 2nd Street.
Fort Lauderdale, FL 33301

**ARTICLE X
INCORPORATOR**

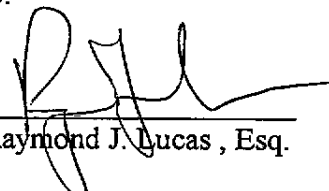
The name and street address of the person signing these Articles of Incorporation is:

Raymond J. Lucas, Esq.
Barnett Bank Tower
2929 East Commercial Blvd.
Suite 501
Fort Lauderdale, FL 33308

**ARTICLE XI
AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as incorporation, has executed the foregoing Articles of Incorporation on the 15 day of June, 1998.


Raymond J. Lucas, Esq.

98 JUN 17 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a Notary Public, personally appeared Raymond J. Lucas, Esq., the person described as the incorporator and who has executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 15 day of June, 1998, and who presented to me a valid driver's license as proof of identity

SEAL




Notary Public- State of Florida

That "Culartists, Inc.," desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, to wit: 11351 S.W. 3rd Street, Plantation, County of Broward, State of Florida, 33325, has named Raymond J. Lucas, Esq., Barnett Bank Tower, 2929 East Commercial, Blvd., Suite 501, Fort Lauderdale, County of Broward, State of Florida, 33308, to accept service of process within this State.

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


Raymond J. Lucas, Esq.
Registered Agent