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Law Offices

Deborah A. Roth, P.A.

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Boca Raton, FL 33433

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FILED
98 JUN 25 PM 12:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 22, 1998

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

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-06/25/98-01016-006
***122.50 ***122.50

RE: JOAN M. KUGLER ART STUDIO, INC.

Dear Sir or Madame:

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Enclosed please find the Articles of Incorporation in the above referenced matter, along with my check in the amount of \$122.50 for filing fees.

Please forward to my office in the enclosed self-addressed stamped envelope the certified copy of the Articles.

Your prompt attention to this matter is greatly appreciated. Should you have any questions, please do not hesitate to call me.

Very truly yours,

DEBORAH A. ROTH, P.A.



Deborah A. Roth, Esquire

encls.

F. CHESLER JUN 26 1998

ARTICLES OF INCORPORATION FOR
JOAN M. KUGLER ART STUDIO, INC.

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TALLAHASSEE, FLORIDA

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - NAME

The name and principal address of the corporation shall be:

JOAN M. KUGLER ART STUDIO, INC.
P.O. BOX 7052
Boca Raton, FL 33431-0052

ARTICLE II - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - STATED CAPITAL

The corporation is authorized to issue 100 shares of common stock having \$1.00 (one dollar) par value per share.

Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is to be determined from time to time by the Board of Directors, to be paid, in whole or part, in cash or other property, tangible or intangible, or labor or services actually performed for the corporation. Shares may not be issued until full amount of the consideration therefore has been paid. Thereafter, such share shall be deemed to be fully paid and nonassessable.

ARTICLE IV- BOARD OF DIRECTORS and OFFICERS

All corporate powers should be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, The Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the share holders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have two directors initially who shall be officers of the corporation. The number of directors may be thereafter increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

PRESIDENT: JOAN M. KUGLER
 P.O. BOX 7052
 BOCA RATON, FL. 33431-0052

VICE PRESIDENT
And TREASURER: CARL J. KUGLER, JR.
 P.O. BOX 7052
 BOCA RATON, FL. 33431-0052

ARTICLE V - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers or duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VI - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the

Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended at any time by vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

DEBORAH A. ROTH, PA
21301 POWERLINE ROAD
BOCA RATON FL. 33433

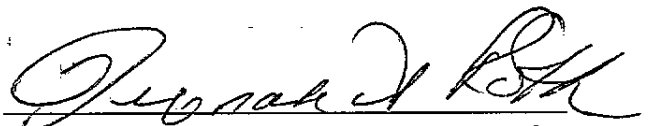
ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Office and Agent of the corporation is:

DEBORAH A. ROTH, P.A.
21301 POWERLINE ROAD
BOCA RATON, FLORIDA 33433

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation this 22 day of JUNE, 1998.

BY:

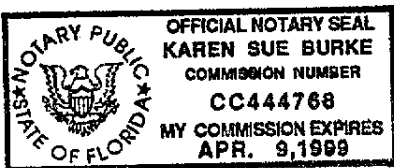

As President, Deborah A. Roth, P.A.

STATE OF FLORIDA)

COUNTY OF PALM BEACH) ss.
)

Before me, the undersigned authority, an officer of duly authorized to administer oaths and take acknowledgments, personally appeared DEBORAH A. ROTH 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 freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal this 22nd day of June 1998 at Boca Raton, Palm Beach County, Florida.



Karen Sue Burke
NOTARY PUBLIC
State of Florida at Large

My commission expires:

Karen Sue Burke
Print, Type or Stamp Name of

- Notary
- (X) Personally known to me, or
 - () Produced identification:

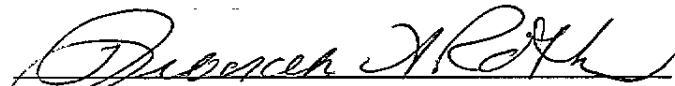
N/A
Type of identification

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, DEBORAH A. ROTH, ESQUIRE as President of DEBORAH A. ROTH, P.A., being and the same as that DEBORAH A. ROTH, P.A. designated in the Articles of Incorporation of JOAN M. KUGLER ART STUDIO, INC. do hereby accept the appointment as the registered agent of JOAN M. KUGLER ART STUDIO, INC. and am familiar with and accept my duties as Registered Agent.

Dated this 22 day of June, 1998.

BY:



DEBORAH A. ROTH, P.A.
21301 Powerline Road
Boca Raton, FL 33433

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