P98000102800

Richard Radice 5212 10th Ave. N. St. Petersburg, FL 33710 December 4, 1998 (727) 321-4666

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Florida Division of Corporations Post Office Box 6327 Tallahassee, FL_32314

Dear Sir/Madame:

Please find enclosed the articles of incorporation for a new corporation, Visual Art & Design Company, in addition to a check in the amount of \$70.00 to cover the filing fees.

If you have any questions, please feel free to call me at the number above.

Thank-you.

Sincerely,

Richard Radice

DIVISION OF CORPORATION
OR DEC. -8 AM 7: 43

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ARTICLES OF INCORPORATION OF

Visual Art & Design Company

The undersigned, acting as incorporator of a corporation under Chapter 607 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation is Visual Art & Design Company

SECOND: The principal address of the corporation is:

5212 10th Ave. N. St. Petersburg, FL 33710

THIRD: The period of its duration is perpetual.

FOURTH: The purpose for which the corporation is organized is to transact any or all law business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

FIFTH: The aggregate number of shares which the corporation will have authority to issue is 150 (one hundred fifty) shares of common stock, each share with a par value of \$1.00 (one dollar).

SIXTH: The number of directors constituting the initial board of directors is one, and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

Richard Radice 5212 10th Ave. N. St. Petersburg, FL 33710

SEVENTH: The name and address of the incorporator is:

Richard Radice 5212 10th Ave. N. St. Petersburg, FL 33710

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation December 4, 1998.

Tachart John

State of Florida

County of Pinellas:

The attached Articles of Incorporation for Visual Art & Design Company were hereby acknowledged and sworn to before me December 4, 1998 by Richard Radice. Richard Radice is personally known to me.

Heven D: Miskin

Notary Public

My Commission Expires: 9-2-2000

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 of the Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered agent/registered office in the State of Florida:

- 1. The name of the corporation is Visual Art & Design Company
- 2. The name and address of the registered agent and office is:

Richard Radice 5212 10th Ave. N. St. Petersburg, FL 33710 98 DEC -8 AI

Richard Radice

President

December 4, 1998

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

Richard Radice

December 4, 1998