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FILED

January 21, 1999

99 JAN 25 AM 8:52

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Judy Burkett
1428 Castleworks Lane
Tarpon Springs, FL 34689

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*****70.00 *****70.00

Division of Corporations
Department of State
409 E. Gains Street
Tallahassee, FL 32399

Dear Division of Corporations;

Enclosed, please find Articles of Incorporation for Judy Burkett Atelier Inc. along with a check for \$70.00 for filing fee and designation of registered agent.

Also enclosed is a 2nd copy of the Articles. Please return this to me with the filing date stamped on it .

I am enclosing a stamped addressed envelope for the return mail.

Thank you,

Judy Burkett
Incorporator

Enclosures 3

P. Hall

JAN 29 1999

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Articles of Incorporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is:

JUDY BURKETT ATELIER, INC.

2. The mailing address and principle place of business is:

216 East Tarpon Avenue
Tarpon Springs, Florida 34689

3. The corporation shall have the authority to issue 1,000 shares of common stock, in one class only.

4. The registered agent of the corporation is Judy Burkett and the registered address is 1428 Castleworks Lane, Tarpon Springs, Florida 34689.

5. The initial board of directors shall have one member whose name and address is as follows:

Judy Burkett
1428 Castleworks Lane
Tarpon Springs, Florida 34689

The number of directors may be raised or lowered by amendment of the by-laws, but in no case be less than one.


6. The incorporator of this corporation is Judy Burkett whose address is 1428 Castleworks Lane, Tarpon Springs, Florida 34689

Dated: January 21, 1999


Incorporator

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.

Dated: January 21, 1999


Registered Agent