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Family Law & Domestic Violence

CATHERINE B. PALUMBO, Esq.  
Bankruptcy & Real Estate

February 17, 1999

Secretary of State  
Corporation Division  
State of Florida  
Tallahassee, Florida 32304

EFFECTIVE DATE  
2-17-99

600002780946--0  
-02/19/99--01076--010  
\*\*\*\*122.50 \*\*\*\*\*78.75

RE: Artisans Unlimited, Inc. and  
Dissolution of Visual Concepts Studios, Inc.

To Whom It May Concern,

Enclosed please find the original and two (2) copies of the Articles of Incorporation for Artisans Unlimited, Inc.

Also enclosed is our check in the amount of \$122.50 as follows:

Filing Fee	\$35.00
Registered Agent	35.00
Certified Copy	8.75
Total	\$78.75

Also, please find enclosed Articles of Dissolution for Visual Concepts Studios, Inc. which had the same president as the new corporation. Please return the certified copy of the Articles of Incorporation for Artisans Unlimited, Inc. and the certification of the dissolution of Visual Concepts Studios, Inc. to at the above address so I can promptly forward them to my client.

Very truly yours,

Catherine B. Palumbo, Esquire

CBP/bla Barbara

Enclosures as stated;

Barbara GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Art I  
DATE 2/26/99  
DOC. EXAM BK

FILED  
99 FEB 19 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W99-4306

**EFFECTIVE DATE**  
**2-17-99**  
**ARTICLES OF INCORPORATION**

**OF**  
**ARTISANS INTERNATIONAL, INC.**

**FILED**  
99 FEB 19 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I - Name**

The name of this corporation is Artisans International, Inc., the corporations principal office and mailing address of the corporation shall be **626 Date Palm Road, Vero Beach, Florida 32963.**

**Article II - Duration**

This corporation shall exist perpetually. The date of commencement of corporation shall be February 17, 1999.

**Article III - Purpose**

This corporation is organized for the purpose of engaging in any business activity permitted under the laws of the United States and the State of Florida.

**Article IV - Capital Stock**

This corporation is authorized to issue **5000** shares of **\$1.00** par value common stock.

**Article V - Preemptive Rights**

Every shareholder, upon the sale for cash of any new stock of this 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 - Special Provision**

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as an S corporation.

**Article VI - Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is **626 Date Palm Road, Vero Beach, Florida 32963.** The name of the initial registered agent of this corporation at that address is **Patricia Collins.**

#### **Article VII - Initial Board of Directors**

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

<b>Name</b>	<b>Address</b>
Patricia Collins President, Vice President Secretary & Treasurer	626 Date Palm Road Vero Beach, FL 32963

#### **Article VIII**

The name and address of the person signing these articles is: **Patricia Collins, 626 Date Palm Road, Vero Beach, FL 32963.**

#### **Article IX - Bylaws**

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

#### **Article X - Director's Compensation**

The shareholder of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

#### **Article XI - Indemnification**

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

#### **Article XII - Amendment**

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

**Article XIII - Subchapter "S" Election**

It is the intent of the Incorporator to file the appropriate Subchapter "S" Internal Revenue Code Election (IRS Form 2553) at the Organization Meeting hereof.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 12 day of February, 1999.

Patricia Ann Collins  
Patricia Collins

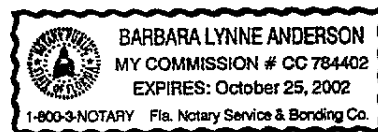
**ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 12th day of February, 1999, by Patricia Collins who is personally known to me or who has produced a Florida Driver's License as identification.

Barbara Anderson  
Notary Public

My Commission Expires:

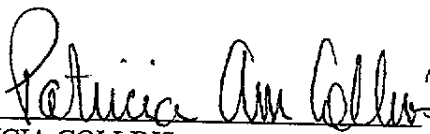


**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS: ARTISANS INTERNATIONAL, INC.
2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:  
**PATRICIA COLLINS, 626 DATE PALM ROAD, VERO BEACH, FLORIDA 32963.**

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.

  
\_\_\_\_\_  
PATRICIA COLLINS  
Registered Agent  
February 02, 1999

**FILED**  
99 FEB 19 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA