

LAW OFFICE OF
GREGORY V. BEAUCHAMP, P.A.
107 EAST PARK AVENUE/P.O. BOX 1129
CHIEFLAND, FLORIDA 32644

352-493-1458

P99000028359

March 22, 1999

Secretary of State
Division of Corporations
P. O. Box 6327
The Capitol
Tallahassee, FL 32314

100002814691---7
-03/23/99--01014--003
122.50 **78.75

Attn: Articles of Incorporation

Re: Steel Art & Design, Inc.

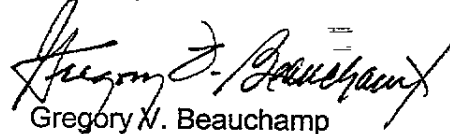
Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles Of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	35.00
Registered Agent	<u>52.50</u>
	<u>\$122.50</u>

Please file the original of the enclosed Articles of Incorporation and return a certified copy to me at your earliest opportunity.

Sincerely,


Gregory V. Beauchamp

GVB/dp
Enclosures

FILED
MAR 23 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 29 1999

FILED
99 MAR 23 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
STEEL ART & DESIGN, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLES ONE: NAME

The name of this corporation shall be: **STEEL ART & DESIGN, INC.**

ARTICLE TWO: NATURE OF BUSINESS

The general purpose for which this corporation is initially organized is to own and operate a business for the design and sale of steel art work and ornamental designs; and for the further purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE THREE: DURATION

This corporation shall have perpetual existence.

ARTICLE FOUR: CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock. By general consent of the Stockholders, it is their desire to designate the initial capital stock of this corporation as Section 1244 Stock, as defined under the Internal Revenue Code. As such stock will qualify for all rights and privileges of Section 1244 Stock.

ARTICLE FIVE: ADDRESS

The principal mailing address of the corporation is 7081 S. E. 150th Avenue, Morriston, FL 32668. The street address of the corporation's initial principal office is 7081 S. E. 150th Avenue, Morriston, FL 32668, and the name of the initial Registered Agent is HAROLD A. GOULD, whose address is 7081 S. E. 150th Avenue, Morriston, FL 32668. The stockholders may from time to time designate such other address and place as the register agent, subject to requirements of Florida law.

ARTICLE SIX: MANAGEMENT

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

ARTICLE SEVEN: INCORPORATORS


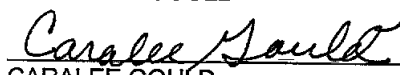
The name and street address of the incorporator of these Articles Of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
CARALEE GOULD	7081 S. E. 150 TH Avenue Morriston, FL 32668	100	\$100.00
HAROLD A. GOULD	7081 S. E. 150 th Avenue Morriston, FL 32668	100	\$100.00

ARTICLE EIGHT: EFFECTIVE DATE

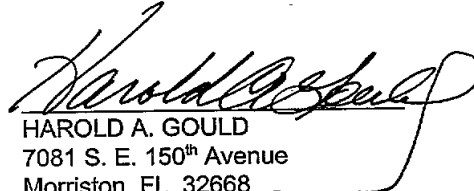
These Articles Of Incorporation shall become effective upon approval by the Department Of State of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and acknowledged to be filed, the foregoing Articles Of Incorporation in the Office of the Secretary of State this 22nd day of March, 1999.


HAROLD A. GOULD

CARALEE GOULD

ACCEPTANCE OF REGISTERED AGENT

The undersigned, HAROLD A. GOULD, does hereby accept the designation and appointment of Registered Agent of STEEL ART & DESIGN, INC.


HAROLD A. GOULD
7081 S. E. 150th Avenue
Morrison, FL 32668

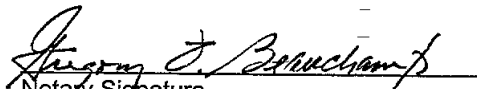
STATE OF FLORIDA

COUNTY OF LEVY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared HAROLD A. GOULD and CARALEE GOULD, known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that they executed the same, that I relied upon the following form(s) of identification: ~~X~~ personally known or () produced identification _____. No oath(s) taken.

WITNESS my hand and official seal in the County and State last aforesaid this 22nd day of March, 1999.

(NOTARY SEAL)


Notary Signature



Gregory V. Beauchamp
MY COMMISSION # CC810758 EXPIRES
February 21, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

GREGORY V. BEAUCHAMP
Notary Printed Name

99 MAR 23 AM 11:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED