



THE UNITED STATES
CORPORATION
COMPANY

PA99000056875

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99 MAY 24 PM 1:33

ACCOUNT NO. : 072100000032

REFERENCE : 250857 9495A

AUTHORIZATION :

Patricia Pruitt

COST LIMIT : \$ 70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : May 24, 1999

ORDER TIME : 11:38 AM

ORDER NO. : 250857-005

CUSTOMER NO: 9495A

400002884164--7

CUSTOMER: Jeffrey Gordon, Esq
RICHARD MANEY & ASSOCIATES, PA
RICHARD MANEY & ASSOCIATES, PA
Suite 3170
101 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME:

~~ARTFUL DODGERS, INC.~~
TWO ARTFUL DODGERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

RECEIVED
99 MAY 24 PM 12:07
DIVISION OF CORPORATION

W99-12048
W99-14338
PH 6/23/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 24, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: ARTFULDODGERS, INC.
Ref. Number: W99000012048

We have received your document for ARTFULDODGERS, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 999A00028494

RESUBMIT

Please give original
submission date as file date.

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99 JUN 18 PM 4:00
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 21, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: ARTFULDODGERS ENTERPRISES, INC.
Ref. Number: W99000014338

We have received your document for ARTFULDODGERS ENTERPRISES, INC.
. However, the enclosed document has not been filed and is being returned to
you for the following reason(s):

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it is not distinguishable from the name of an existing entity. Simply adding "of
Florida" or "Florida" to the end of a name is not acceptable. Please select a new
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be added to make the name distinguishable from the one presently on file.

If you have any further questions concerning your document, please call (850)
487-6915.

Pamela Hall
Document Specialist

Letter Number: 399A00032895

RESUBMIT

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submission date as file date.

RECEIVED
99 JUN 23 AM 11:33

ARTICLES OF INCORPORATION

OF

TWO ARTFUL DODGERS, INC.

FILED

99 MAY 24 PM 1:33

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, desiring to form a corporation for profit pursuant to the laws of the State of Florida, does hereby certify as follows:

ARTICLE ONE

The name of the corporation shall be:

TWO ARTFUL DODGERS, INC.

ARTICLE TWO

The general nature of the business to be transacted by the corporation and the purpose for which it is formed are to be as follows:

- (a) To operate a retail web site selling collectibles on the Internet.
- (b) To operate a photography enterprise which shall involve, but not limited to, the sale and promotion of photographic documentation and the creation of a photography studio.
- (c) To do any activity as a corporation organized under Chapter 607 of the Florida Statutes may now or hereafter lawfully do, to, and for the accomplishment of any of the purposes or the attaining of any of the objects enumerated in these Articles of Incorporation, or any of the amendments hereof, either as principal or agent, and either alone or in connection with other firms, corporations or individuals, all and

everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more objects herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance in and carry any and every lawful activity in any manner whatsoever not prohibited by law, whether or not the same be necessary or incident to the attainment of the objects of this corporation, or whether or not such activity is similar in nature to the objects of this corporation, or whether or not such activity is similar in nature to the objects set forth in these Articles of Incorporation or any and all powers, rights, and privileges which a corporation may now or hereafter be organized, authorized, or empowered to do or exercise under Chapter 607 of the Florida Statutes, or under any act amendatory thereto, supplemental thereto, or substituted therefor.

- (d) The foregoing paragraph shall be construed as enumerating the purposes, objects, and powers of this corporation and no recitation, expression or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressed and declared that all other lawful powers not inconsistent herewith are hereby included.

ARTICLE THREE

The term for which this corporation shall exist shall be perpetual.

ARTICLE FOUR

The maximum amount of capital stock that the corporation is authorized to have outstanding shall be 100 shares at a par value of \$.50 per share, each share of which shall entitle the owner thereof to one vote at any meeting of the stockholders. The whole or any part of the capital stock of this corporation shall be payable as lawful money of the United States of America, or property, at a just valuation to be fixed by the stockholders.

ARTICLE FIVE

The beginning capital of this corporation shall be \$50.00.

ARTICLE SIX

The corporation shall not have directors.

ARTICLE SEVEN

The street address in the State of Florida of the principal office of the corporation
is:

Post Office Box 274096
Tampa, Florida 33688

ARTICLE EIGHT

The business of the corporation shall be managed by its officers, who shall be

elected annually by the stockholders of the corporation. The initial officers of the corporation shall be as follows:

PRESIDENT:	Charles Kelly
VICE PRESIDENT:	Susan Kelly
SECRETARY:	Charles Kelly
TREASURER:	Susan Kelly

ARTICLE NINE

Any profits earned by the corporation shall be divided among the stockholders on a prorated basis according to each stockholder's earnings.

ARTICLE TEN

The name and address of the person signing these Articles of Incorporation as subscriber is as follows:

JEFFREY LEE GORDON, ESQUIRE
101 East Kennedy Boulevard
Suite 3170
Tampa, Florida 33602

ARTICLE ELEVEN

The Registered Agent and Registered Office of this corporation shall be:

JEFFREY LEE GORDON, ESQUIRE
101 East Kennedy Boulevard
Suite 3170
Tampa, Florida 33602

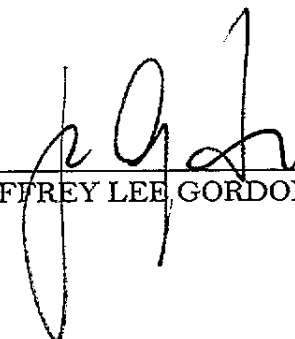
ARTICLE TWELVE

The sale of common stock of the corporation shall be restricted except by mutual agreement of all stockholders.

ARTICLE THIRTEEN

In the event of issuance or sale of corporate shares, the existing stockholders shall have preemptive rights thereto.

IN WITNESS WHEREOF, the undersigned has made, subscribed, and acknowledged these Articles of Incorporation this the 20th day of May, 1999.



JEFFREY LEE GORDON, ESQUIRE

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I, JEFFREY LEE GORDON, ESQUIRE, hereby accept designation as Resident Agent on this 20th day of May, 1999.


JEFFREY LEE GORDON, ESQUIRE

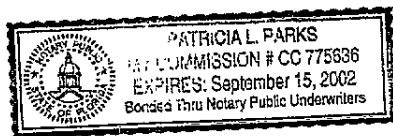
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day before me, a Notary Public, authorized in the State and County aforesaid to take acknowledgments, personally appeared JEFFREY LEE GORDON, ESQUIRE, to me personally known to me, who executed the foregoing Articles of Incorporation as subscriber and Resident Agent respectively, and he acknowledged before me that he signed the same and uses and purposes therein set forth.

WITNESS my hand and official seal this 20th day of May, 1999.


NOTARY PUBLIC



FILED
99 MAY 24 PM 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA