

99000076007

August 20, 1999

Florida Department of State  
Secretary of State  
Division of Corporations  
George Firestone Bldg.  
409 E. Gaines St.  
Tallahassee, FL 32320

FILED  
99 AUG 20 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


RE: INCORPORATION

To Whom It May Concern:

Please file the enclosed incorporation documents. \$78.75 check payable to the Secretary of State is enclosed. Please return a certified copy of the incorporation to the address at 609-A MIDWAY DR., Ocala, FL 34478.

Thank you for your attention and assistance.

Sincerely,

  
KAREN VERTIGAN POPE  
609-A MIDWAY DR.  
Ocala, FL 34472  
(352) 237-9799

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-08/20/99--01089--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

D. BROWN AUG 25 1999

ARTICLES OF INCORPORATION  
OF  
HOT PINK GALLERY AND CUSTOM FRAMING, INC.

FILED  
99 AUG 20 PM 4:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be HOT PINK GALLERY AND CUSTOM FRAMING, INC.

ARTICLE II - DURATION

This Corporation shall have a perpetual duration.

ARTICLE III - PURPOSE

This Corporation may engage in the business of custom framing for pieces of art and operate art gallery and for other business ventures and in any other business as permitted under the laws of the United States of America and the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of single class common stock at no par value to no more than 10 people and issued and transferrable only to natural citizens or resident aliens. The initial stock offering of 100 shares: 100 shares shall be held by KAREN VERTIGAN POPE.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same, class or series as that which s/he already holds, shall have the right to purchase his/her pro rate share (rounded to the closest whole number and where there is a one-half share, to be rounded up to the next whole number) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and registered agent are:

KAREN VERTIGAN POPE  
609-A MIDWAY DR.  
Ocala, FL 34472  
(352) 680-1736

ARTICLE VII - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this corporation is:

KAREN VERTIGAN POPE  
609-A MIDWAY DR.  
Ocala, FL 34472  
(352) 680-1736

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation initially shall have one director. Number, qualifications, manner of admission and removal shall be regulated by the by-laws. The name and address of the initial Board of Directors of this Corporation is:

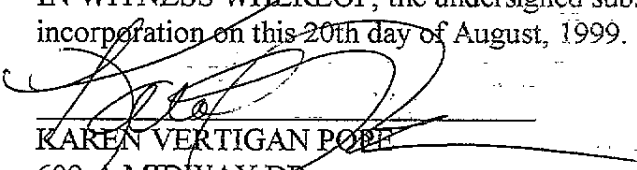
KAREN VERTIGAN POPE  
PRESIDENT/TREASURER/CHIEF EXECUTIVE OFFICER/VICE-PRESIDENT  
609-A MIDWAY DR.  
Ocala, FL 34472.  
(352) 680-1736

ARTICLE IX - INCORPORATORS

The name and address of the incorporators are:

KAREN VERTIGAN POPE  
PRESIDENT/TREASURER/CHIEF EXECUTIVE OFFICER/VICE-PRESIDENT  
609-A MIDWAY DR.  
Ocala, FL 34472.  
(352) 680-1736

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation on this 20th day of August, 1999.

  
KAREN VERTIGAN POPE  
609-A MIDWAY DR.  
Ocala, FL 34472  
(352) 680-1736

STATE OF FLORIDA;  
COUNTY OF MARION;

The foregoing Article of Incorporation was acknowledged before me this 19th day of August, 1999 by KAREN VERTIGAN POPE, who stated that she has read the above and foregoing Articles of Incorporation of HOT PINK GALLERY AND CUSTOM FRAMING, INC., that she

knows the contents and that she understands them and who has produced Florida Driver's License #P100-518-54-701-0 as identification and who did take an oath each.

Notary Public

Commission #

My Commission Expires



KEVIN PALLEY  
COMMISSION: # CC747931  
EXPIRES AUG 03, 2002  
BONDED THROUGH  
ADVANTAGE NOTARY OF FLORIDA

SIMULTANEOUS ACCEPTANCE OF APPOINTMENT AS  
REGISTERED AGENT OF HOT PINK GALLERY AND CUSTOM FRAMING, INC.

The undersigned, KAREN VERTIGAN POPE, pursuant to Sect. 607.034 (3), Fla. Stat. (1995) hereby accepts the appointment as registered agent of HOT PINK GALLERY AND CUSTOM FRAMING, INC., and states that she is familiar with and accepts the obligations provided for in Florida Statute Sect. 607.325, Fla. Stat. (1995).

KAREN VERTIGAN POPE

609-A MIDWAY DR.

Ocala, FL 34472.

(352) 680-1736

STATE OF FLORIDA;  
COUNTY OF MARION;

The foregoing Article of Incorporation was acknowledged before me this 20th day of August, 1999 by KAREN VERTIGAN POPE, who stated that she has read the above and foregoing Simultaneous Acceptance of Appointment as Registered Agent of HOT PINK GALLERY AND CUSTOM FRAMING, INC., that she knows the contents and that she understands them and who has produced Florida Driver's License #P100-518-54-701-0 as identification and who did take an oath each.

Notary Public

Commission #

My Commission Expires



KEVIN PALLEY  
COMMISSION: # CC747931  
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