

AZ CORPORATION COMMISSION
FILED

"EXP"

JUL 05 2005

FILE NO. -1213947-1

AZ Corp. Commission



01262483

**ARTICLES OF INCORPORATION
OF
G. White Trading, Inc.**

We, the undersigned, for the purpose of forming a corporation under and by virtue of the laws of the State of Arizona, do hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of the Corporation is G. White Trading, Inc.

**ARTICLE II
PURPOSE**

The purpose for which this Corporation is organized is for the transaction of any and all lawful business for which Corporations may be incorporated under the laws of the State of Arizona as they may be amended from time to time.

**ARTICLE III
INITIAL BUSINESS**

The Corporation initially intends to conduct the business of Internet art sales.

**ARTICLE IV
AUTHORIZED CAPITAL**

The Corporation shall have authority to issue a total of Two Hundred Thousand (200,000) shares of common stock without par value.

**ARTICLE V
REPURCHASE OF SHARES**

The Board of Directors of the Corporation may, from time to time, cause the Corporation to repurchase its own shares to the extent of the unreserved and unrestricted earned and capital surplus of the Corporation.

PAID
\$ 95 # 1368
1038254 7-12-05

-12139471

**ARTICLE VI
STOCK RIGHTS AND OPTIONS - OFFICERS**

The Corporation may issue rights and options to purchase shares of stock of the Corporation to directors, officers or employees of the Corporation or of any affiliate thereof and no shareholder approval or ratification of any such issue of rights and options shall be required.

**ARTICLE VII
STATUTORY AGENT**

The name of the Statutory Agent of the Corporation is Carolyn Anderson, 255 El Camino Rd, Sedona, AZ 86336.

**ARTICLE VIII
BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) directors. The persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified, are:

Gary White
PO Box 4782
Sedona, AZ 86340

Carolyn Anderson
PO Box 4782
Sedona, AZ 86340

**ARTICLE IX
NUMBER OF DIRECTORS**

The number of persons to serve on the Board of Directors shall be fixed by the bylaws.

**ARTICLE X
INCORPORATORS**

The Incorporators of the Corporation are:

Gary White
PO Box 4782
Sedona, AZ 86340

Carolyn Anderson
PO Box 4782
Sedona, AZ 86340

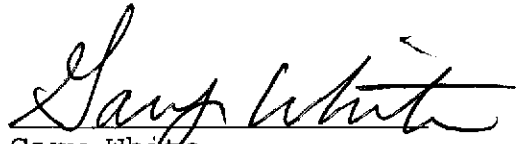
All powers, duties and responsibilities of the incorporators shall cease at the time of the filing of these Articles of Incorporation with the Arizona Corporation Commission.

- 12/39471


ARTICLE XI
EXEMPTION OF PRIVATE PROPERTY

The private property of the incorporators, directors, officers and shareholders of this Corporation shall be forever exempt from its corporate debts.

Dated this 21st day of June 2005.



Gary White




Carolyn Anderson

- 12139471

June 21, 2005

Corporations Division
Arizona Corporation Commission
1300 West Washington
Phoenix, AZ 85007

I, Carolyn Anderson, having been designated to act as Statutory Agent for G. White Trading, Inc. hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.



Carolyn Anderson
255 El Camino Rd
PO Box 4782
Sedona, AZ 86340

ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION

-12/3 9471

Phoenix Address: 1300 West Washington
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress
Tucson, Arizona 85701-1347

PROFIT
CERTIFICATE OF DISCLOSURE
A.R.S. §10-202.D

G. WHITE TRADING, INC.

EXACT CORPORATE NAME

A. Has any person serving either by election or appointment as officer, director, trustee, incorporator and persons controlling or holding over 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
2. Been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraint of trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate?
3. Been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate wherein such injunction, judgment, decree or permanent order:
 - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction?; or
 - (b) Involved the violation of the consumer fraud laws of that jurisdiction?; or
 - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction?

Yes _____ No **X**

B. IF YES, the following information MUST be attached:

1. Full name, prior name(s) and aliases, if used.
2. Full birth name.
3. Present home address.
4. Prior addresses (for immediate preceding 7-year period).
5. Date and location of birth.
6. Social Security number.
7. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

C. Has any person serving as an officer, director, trustee or incorporator of the corporation served in any such capacity or held or controlled over 20% of the issued and outstanding common shares, or 20% of any other proprietary, beneficial or membership interest in any other corporation which has been placed in bankruptcy, receivership or had its charter revoked, or administratively or judicially dissolved by any state or jurisdiction?

Yes _____ No **X**

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name (including aliases) and address of each person involved.
3. State(s) in which the corporation:
 - (a) Was incorporated. (b) Has transacted business.
4. Dates of corporate operation.
5. Date and case number of Bankruptcy or date of revocation/administrative dissolution.

D. The fiscal year end adopted by the corporation is **12/31**.

Under penalties of law, the undersigned incorporator(s)/officer(s) declare(s) that I(we) have examined this Certificate, including any attachments, and to the best of my(our) knowledge and belief it is true, correct and complete, and hereby declare as indicated above. THE SIGNATURE(S) MUST BE DATED WITHIN THIRTY (30) DAYS OF THE DELIVERY DATE.

BY 

BY 

PRINT NAME **GARY WHITE**

PRINT NAME **CAROLYN ANDERSON**

TITLE **INCORPORATOR** DATE **6/21/05**

TITLE **INCORPORATOR** DATE **6/21/05**

DOMESTIC CORPORATIONS: ALL INCORPORATORS MUST SIGN THE INITIAL CERTIFICATE OF DISCLOSURE. If within sixty days, any person becomes an officer, director, trustee or person controlling or holding over 10% of the issued and outstanding shares or 10% of any other proprietary, beneficial, or membership interest in the corporation and the person was not included in this disclosure, the corporation must file an AMENDED certificate signed by at least one duly authorized officer of the corporation.

FOREIGN CORPORATIONS: MUST BE SIGNED BY AT LEAST ONE DULY AUTHORIZED OFFICER OF THE CORPORATION.

CF: 0022 - Business Corporations

Rev: 04/04

-12139471

June 21, 2005

Carolyn Anderson
PO Box 4782
Sedona, AZ 86340

Corporations Division
Arizona Corporation Commission
1300 West Washington
Phoenix, AZ 85007

Enclosed herewith are the original and one copy of the Articles of Incorporation of G. White Trading, Inc., the Certificate of Disclosure, Acceptance of Appointment of Statutory Agent, and our check in the amount of Ninety-five Dollars (\$95.00) representing the filing fee of Sixty Dollars (\$60.00) and Thirty-five Dollars (\$35.00) to expedite the filing.

Please be advised that the fiscal year of this Corporation will end December 31 of each year.

Please return completed copy to me at 1290 S Highway 260, Cottonwood, AZ 86326. The address of the Corporation is 255 El Camino Rd, PO Box 4782, Sedona, AZ 86340.

If you have any questions on this matter, please do not hesitate to contact me.

Sincerely,

Carolyn Anderson

**ARIZONA CORPORATION COMMISSION
CORPORATIONS DIVISION
SUBMISSION COVER SHEET**

THIS DOCUMENT SUBJECT TO PUBLIC RECORD - Important: use a separate cover sheet for each document

Regarding (Name/proposed name for Corp./LLC): G. WHITE TRADING, INC.

-12/3947/

Please Check or Complete the Appropriate Sections:

A. 1. ☒ NEW Entity Filing ☐ CHANGE to Existing Entity ☐ Re submission/Corrected Document

2. ☒ Domestic (from Arizona) ☐ Foreign (organized in another state or country)

3. ☒ Profit/Business Corporation (B) ☐ Nonprofit Corporation (NP) ☐ LLC ☐ Trust ☐ Other

4. Payment ☒ Check # 1368 ☐ Cash ☐ MOD account # _____
Amount: \$ 95.00 ☐ No fee required ☐ See attached distribution of funds instructions

5. Processing ☒ **Expedited** (Priority service, \$35 Additional Fee Per Document)
Completed as soon as possible or visit www.cc.state.az.us/corp for current processing times.

☐ **Regular** Visit www.cc.state.az.us/corp for current processing times.

B. **Filing Type:** (Check one only)

- ☐ Articles of Domestication
- ☒ Articles of Incorporation
- ☐ Articles of Organization
- ☐ Application to Transact Business(B)
- ☐ Application to Conduct Affairs (NP)
- ☐ Application for New Authority
- ☐ Application for Registration
- ☐ Articles of Amendment
- ☐ Articles of Amendment & Restatement

- ☐ Publication of _____
- ☐ Articles of Correction
- ☐ Merger of (name): _____

Into: _____

☐ Other: _____

RECEIVED

JUL 05 2005

**ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION**

C. **Special Instructions:** _____

D. **Extras:**

- ☐ Certified Copies _____ (Qty. @ \$5 ea. for corps or \$10 ea. for LLCs)
- ☐ Good Standing Certificate _____ (Qty. @ \$10 ea.)

- ☐ Expedite Certified Copies (\$35 extra)
- ☐ Expedite Good Standing (\$35 extra)

E. **RETURN DELIVERY VIA:** ☒ Mail or ☐ Pick Up or ☒ Fax # (928) 634-2054

The following individual should be called to pick up completed documents:

Name: _____

Phone: () _____

Pick-up by: _____

Date: _____

Please respond promptly to phone messages. Documents will be mailed if they are not picked up in a timely manner - approximately two weeks. In that event, the documents should be mailed to the following address:

Name: CAROLYN ANDERSON

Firm: _____

Address: 1290 S HWY 260

City, State, Zip: COTTONWOOD AZ 86326

CFCVLR
REV 04/05