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TRANSMITTAL LETTER

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00 DEC -4 AM 11:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: ARTSY AUCTIONS, INC.

7000034852026  
12/04/08 08:25:02  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check in the amount of \$78.75 for the Filing Fee & Certificate of Status.

FROM: Larry C Anderson  
2941 West St. Rd. 434 - Ste 100  
Longwood, Florida 32779  
407 788-6263

*Larry C Anderson*

*R 12/8/08*

**ARTICLES OF INCORPORATION**  
**OF**  
**ARTSY AUCTIONS, INC.**

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ARTICLE I. NAME AND PRINCIPAL OFFICE ADDRESS

The name of this corporation is ARTSY AUCTIONS, INC., whose principal office address is 4050 Tenita Drive, Winter Park, Florida 32792.

ARTICLE II. MAILING ADDRESS

The mailing address for this corporation is 4050 Tenita Drive, Winter Park, Florida 32792.

ARTICLE III. COMMENCEMENT OF EXISTENCE

This corporation shall begin its existence on the date of filing of these Articles of Incorporation.

ARTICLE IV. DURATION

The term of existence of the corporation is perpetual.

ARTICLE V. PURPOSE

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

ARTICLE VI. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

Ten Thousand Shares (10,000) shares of Common Stock  
having a Nominal or Par Value of One and No/100 Dollars  
(\$1.00) per share.

The consideration to be paid for each share shall be payable in lawful money of the United States of America, or in property, labor or services, which, in the judgment of the Board of Directors of the Corporation shall be of a valuation equivalent to the value of stock to be issued.

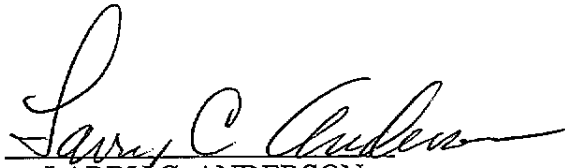
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ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2941 West St. Rd. 434 – Ste 100, Longwood, Florida 32779, and the name of the initial registered agent of this corporation at that address is Larry C. Anderson.

**ACKNOWLEDGEMENT:**

Having been made to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties. I hereby am familiar with and accept the obligations as registered agent for said corporation.

  
LARRY C. ANDERSON  
Registered Agent

ARTICLE VIII. INITIAL BOARD OF DIRECTORS

This corporation shall have a minimum of one (1) director at all times. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
Scott K Alles	4050 Tenita Drive, Winter Park, Fl 32792

Members of the Board of Directors shall be deemed present at a meeting if a conference telephone or similar communications equipment and by means of which all persons participating in the meeting can hear each others views.

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ARTICLE IX. INFORMAL SHAREHOLDER ACTION

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The holders of not less than a majority of the issued and outstanding shares of voting stock of the corporation may act without a meeting, as provided in Florida Statutes in the By-laws.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE X. INCORPORATOR

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

<u>NAME</u>	<u>ADDRESS</u>
Larry C. Anderson	2941 West St. Rd. 434 – Ste 100 Longwood, Florida 32779

ARTICLE XI. INDEMNIFICATION

The corporation shall indemnify any officer, director, agent or employee or any former officer, director, agent or employee 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 restriction.

ARTICLE XIII. BYLAWS

The power to adopt, amend or repeal the Bylaws shall be reserved in the Shareholders or Board of Directors of this corporation.

  
Signature/Incorporator

November 30, 2000  
Date