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To: Division of Corporations
Fax Number : (850) 205-0381

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002333
Phone : (305) 599-0839
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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

SIMON'S GALLERY INC.

Certificate of Status	0
Certified Copy	1
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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF**

Simon's Gallery Inc.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Simon's Gallery Inc.

The principal place of business of this corporation shall be:

**10108 Spyglass Lane
Port St Lucie FL 34986**

The Mailing Address of this corporation shall be:

**10108 Spyglass Lane
Port St Lucie, FL 34986**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is:

500 (FIVE HUNDRED)

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

President: Simon Beauchamp
10108 Spyglass Lane
Port St Lucie FL 34986

Vice President: n/a

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Simon Beauchamp
10108 Spyglass Lane
Port St Lucie FL 34986

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR(S) HAS (HAVE)
EXECUTED THESE ARTICLES OF INCORPORATION THIS 8th DAY OF
NOVEMBER 2005.

SIGNATURE(S) OF INCORPORATOR(S)


Simon Beauchamp

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/ registered agent, in the State of Florida.

1. The name of the corporation is:

Simon's Gallery Inc.

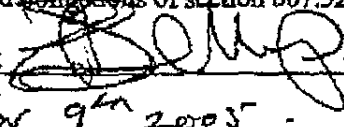
2. The name and address of the registered agent and office is:

**Simon Beauchamp
10108 Spyglass Lane
Pt St Lucie, FL 34986**

SIGNATURE 

DATE Nov 9th 2005

Having been named to accept the service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida Statutes.

SIGNATURE 

DATE Nov 9th 2005

Prepared by:

**Novice's Accounting & Tax Service, Inc.
805 Virginia Ave Suite 29
Pt Pierce FL 34982
(772) 461-5987**

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TALLAHASSEE, FLORIDA