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JULY 17, 1996

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P. O. BOX 6327  
TALLAHASSEE, FL 32314

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-07/19/96--01076--005  
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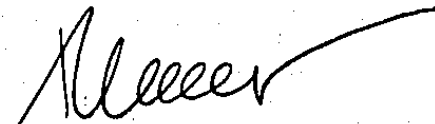
RE: NOBLE HOUSE GALLERIES, INC.

GENTLEMEN:

ENCLOSED PLEASE FIND THE ORIGINAL AND ONE COPY OF THE  
ARTICLES OF INCORPORATION, TOGETHER WITH MY CHECK IN  
THE AMOUNT OF \$122.50.

THIS REPRESENTS THE COST OF THE FILING FEES, CERTIFIED  
COPY OF ARTICLES OF INCORPORATION AND FEE FOR  
REGISTERED AGENT DESIGNATION FOR THE ABOVE NAMED  
CORPORATION.

VERY TRULY YOURS,



ESTHER MANSO

NOBLE HOUSE GALLERIES, INC.

MAILING ADDRESS OF CORPORATION:  
NOBLE HOUSE GALLERIES, INC.  
15148 N.W. 89TH AVENUE  
MIAMI, FLORIDA 33018  
(305) 821-8396

FILED  
96 JUL 19 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-22-96  
K

**ARTICLES OF INCORPORATION**

of

NOBLE HOUSE GALLERIES, INC.

(name of corporation)

FILED  
95 JUL 19 PM 1:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned acting as the incorporators of a corporation under the Florida Business Corporation Act, adopt the following articles of incorporation for such corporation:

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

NOBLE HOUSE GALLERIES, INC.

**ARTICLE II - DURATION**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III - PURPOSE**

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

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue 500 shares of common stock, par value \$ 1.00 per share.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and, if different, the mailing address is:

STREET ADDRESS <u>15148 N. W. 89th Avenue</u>		
CITY <u>Miami</u>	FLORIDA	ZIP <u>33018</u>

Mailing address, if different

STREET ADDRESS		
CITY	FLORIDA	ZIP

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office and the name of the initial registered agent at the office is:

NAME <u>PAULINE SOMOZA</u>		
ADDRESS <u>4675 W. 18th Court #1006</u>		
CITY <u>Hialeah</u>	FLORIDA	ZIP <u>33012</u>

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have THREE (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

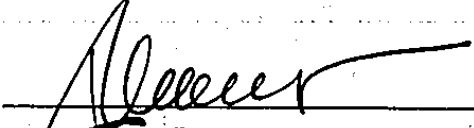
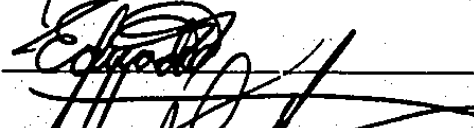
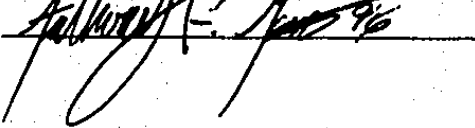
NAME ESTHER S. MANSO - PRESIDENT			
ADDRESS 15148 N. W. 89th Avenue			
CITY Miami	STATE FL	ZIP	33018
NAME Eduardo P. Manso - Vice President			
ADDRESS 15148 N. W. 89th Avenue			
CITY Miami	STATE FL	ZIP	33018
NAME ANTHONY E. MANSO - SECRETARY TREASURER			
ADDRESS 15148 N. W. 89th Avenue			
CITY Miami	STATE FL	ZIP	33018

**ARTICLE VIII - INCORPORATORS**

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME ESTHER S. MANSO			
ADDRESS 15148 N. W. 89th Avenue			
CITY Miami	STATE FL	ZIP	33018
NAME EDUARDO P. MANSO			
ADDRESS 15148 N. W. 89th Avenue			
CITY Miami	STATE FL	ZIP	33018
NAME ANTHONY E. MANSO			
ADDRESS 15148 N. W. 89th Avenue			
CITY Miami	STATE FL	ZIP	33018

The undersigned incorporator(s) have executed these Articles of Incorporation this 17th day of JULY, 19 96.

 (Signature)  
 (Signature)  
 (Signature)

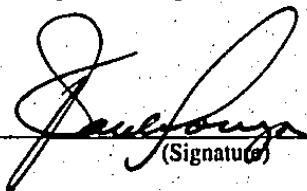
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

FILED  
96 JUL 19 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NOBLE HOUSE GALLERIES, INC.  
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:  
The above corporation, organized under the laws of the State of Florida with its registered office  
as indicated in the Articles of Incorporation  
at 4675 W. 18th Court #1006  
Mialeah, Florida 33012  
has named PAULINE SOMOZA  
located at the aforesaid address, as its registered agent to accept service of process within this  
state.

Having been named as registered agent and to accept service of process for the above stated  
corporation at the place designated in this certificate, I hereby accept the appointment as regis-  
tered agent and agree to act in this capacity. I further agree to comply with the provisions of all  
statutes relating to the proper and complete performance of my duties, and I am familiar with  
and accept the obligations of my position as registered agent.

  
(Signature)

7-17-96  
(Date)