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TRANSMITTAL LETTER

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

01 MAY 11 AM 10:01

SECRETARY OF STATE
TALLAHASSEE FLORIDA

SUBJECT:

Enclosed is an original and one copy of the Certificate of Domestication and a check for:

FEES:

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	\$78.75
Total to domesticate and file	\$128.75

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****137.50 ****137.50

OPTIONAL:

Certificate of Status	\$8.75
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FROM: Richard C. Brockway
2290 East Beachside Lane
Vero Beach, Florida 32964.
561-231-0744

This document was prepared with the assistance of Kimberly A. Temple Paralegal Service, 1420
20th Street, Vero Beach, Florida 32958, (561) 778-0021.

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D. WHITE MAY 10 2001

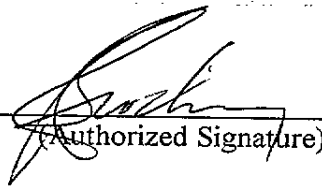
CERTIFICATE OF DOMESTICATION

The undersigned, Richard C. Brockway, President, of ANCIENT ART INTERNATIONAL, INC., a foreign Corporation, in accordance with F.S., 607.1801 does hereby certify:

1. The date on which corporation was first formed was: October 1, 1997.
2. The jurisdiction where the above named corporation was first formed, incorporated, or otherwise came into being was the Commonwealth of Massachusetts.
3. The name of the corporation immediately prior to the filing of this Certificate of Domestication was ANCIENT ART INTERNATIONAL, INC..
4. The name of the corporation, as set forth in its articles of incorporation, to be filed pursuant to s. 607.0202 and 607.0401 with this certificate is ANCIENT ART INTERNATIONAL, INC..
5. The jurisdiction that constituted the seat, siege, social principal place of business or central administration of the corporation, or any other equivalent thereto under applicable law immediately prior to the filing of the Certificate of Domestication was Commonwealth of Massachusetts.
6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to s. 607.1801.

I am President, of ANCIENT ART INTERNATIONAL, INC. and am authorized to sign this certificate of Domestication on behalf of the corporation and have done so this 8 day of

May 2001


(Authorized Signature)

Filing Fee:	
Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	\$128.75

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ARTICLES OF INCORPORATION
In compliance with Chapter F.S., 607

ARTICLE I. CORPORATE NAME.

The name of this corporation shall be: ANCIENT ART INTERNATIONAL, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business mailing address of this corporation shall be: 2290 East Beachside Lane, Vero Beach, Florida 32963. The mailing address of this corporation shall be: PO Box 4350, Vero Beach, Florida 32964.

ARTICLE III. PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are): The purpose for which the corporation is organized is retail sales.

ARTICLE IV. SHARES

The number of shares of stock is: 2000 shares.

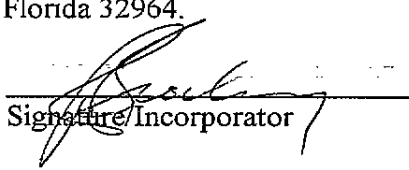
ARTICLE V. INITIAL REGISTERED AGENT AND OFFICE.

The name and Florida street address of the initial registered agent are: Richard C. Brockway, 2290 East Beachside Lane, Vero Beach, Florida 32964.

ARTICLE VI. INCORPORATORS.

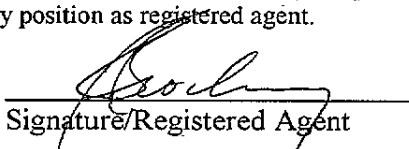
The name address of the Incorporator of these Articles of Incorporation are: Richard C. Brockway, 2290 East Beachside Lane, Vero Beach, Florida 32964.

5-8-01
Date


Signature/Incorporator

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 registered 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.

5-8-01
Date


Signature/Registered Agent

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