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Account Name : FINLEY, FLETCHER & KNAPMEYER, LLP
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FLORIDA NON-PROFIT CORPORATION

Foundation for the Protection and Preservation of

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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CERTIFICATE OF INCORPORATION

OF

FOUNDATION FOR THE PROTECTION AND PRESERVATION OF SPANISH
COLONIAL ARTS OF THE AMERICAS, INC.

UNDER SECTION 617, FLORIDA STATUTES

The undersigned INCORPORATOR, for the purpose of forming a
corporation pursuant to the Florida Not For Profit Corporation Act, does hereby adopt
the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation shall be

Foundation for the Protection and Preservation of
Spanish Colonial Arts of the Americas, Inc.ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation
shall be as follows:

1010 South Greenwood Avenue
Clearwater, Florida 33756ARTICLE III: PURPOSE

The specific purposes for which the corporation is formed are as follows:
To provide security systems, financial and logistical support to Spanish colonial churches
and art museums in Peru, Bolivia, and other countries in the Americas, for the purpose of
protecting the various works of art in the possession of these institutions from being lost through
theft and vandalism.

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ARTICLE IV: MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be as stated in the corporation's bylaws.

ARTICLE V: LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is as follows:

Donald C. Knapmeyer, Esq.
Finley, Fletcher & Knapmeyer, LLP
413 Cleveland Street
Clearwater, FL 33755

ARTICLE VII: INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation are as follows:

Robert E. Fletcher
Finley, Fletcher & Knapmeyer, LLP
Suite 801
20 West 20th Street
New York, NY 10011

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IN WITNESS WHEREOF, I have made and signed this Certificate of
Incorporation this 12th day of April, A.D. 2001.


Robert E. Fletcher

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From: Finley, Fletcher, LLP

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.3507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is

**FOUNDATION FOR THE PROTECTION AND PRESERVATION OF SPANISH
COLONIAL ARTS OF THE AMERICAS, INC.**

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

Donald C. Knapmeyer, Esq.
Finley, Fletcher & Knapmeyer, LLP
413 Cleveland Street
Clearwater, FL 33755

Having been named as registered agent and to accept service of process for the above stated limited liability company 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.


Donald C. Knapmeyer

4/13/01
Date

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