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WORLD ART GALLERIES, INC.
5880 S.W. 74th Terrace #7b
Miami, FL 33143
(305) 308-8877

FILED
99 DEC 23 AM 9:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 16, 1999

SECRETARY OF STATE
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Attention: New Corporation Filing

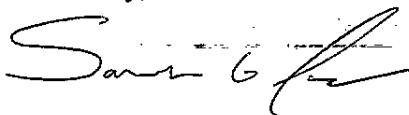
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*****78.75 *****78.75

Dear Sir or Madam:

Please find the accompanying Articles of Incorporation for WORLD ART GALLERIES, INC. and the check in the amount of \$78.75.

Should you have any questions or comments regarding this matter, please do not hesitate to call or advise.

Sincerely,



Sarosh G. Jacob

ARTICLES OF INCORPORATION
OF
World Art Galleries, Inc.

The Undersigned Incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

World Art Galleries, Inc.

ARTICLE II - PLACE OF BUSINESS

The address of the corporation is:

5880 S.W. 74th Terrace #7b
Miami, Florida 33143

County of Dade

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE DOLLAR (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE IV - INITIAL REGISTERED AGENT

The name and address of the Initial Registered Agent is:

Sarosh G. Jacob
5880 S.W. 74th Terrace #7b
Miami, Florida 33143

County of Dade

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) director initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one (1). The name(s) and address(es) of director(s) is(are) as follows:

Sarosh G. Jacob
5880 S.W. 74th Terrace #7b
Miami, Florida 33143

County of Dade

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ARTICLE VI - NATURE OF BUSINESS

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

ARTICLE VII - TERM OF EXISTENCE

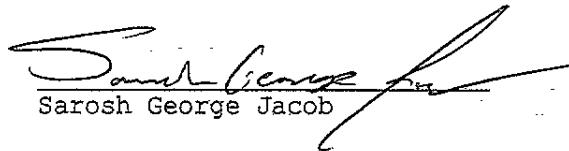
This corporation is to exist perpetually.

ARTICLE VIII - INCORPORATOR(S)

The name and address of the undersigned incorporator to these Articles of incorporation is as follows:

Sarosh G. Jacob
5880 S.W. 74th Terrace #7b
Miami, Florida 33143

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15th of December, 1999

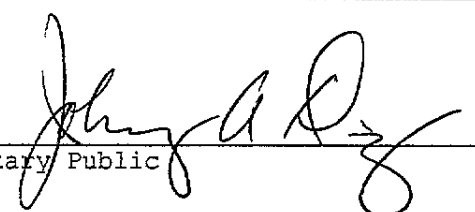

Sarosh George Jacob

STATE OF FLORIDA

) SS:

COUNTY OF DADE

FOREGOING instrument was acknowledged and sworn to before me this 20 day of DECEMBER, 1999, by Sarosh George Jacob incorporator of World Art Galleries, Inc., who is personally known to me or who has provided the following identification: FLORIDA DRIVER LICENSE


Notary Public

My Commission Expires: 1/22/2002

NOTARY PUBLIC - STATE OF FLORIDA
JOHNNY A. DIAZ
COMMISSION # CC710332
EXPIRES 1/22/2002
BONDED THRU ASA 1-888-NOTARY

CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, 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:

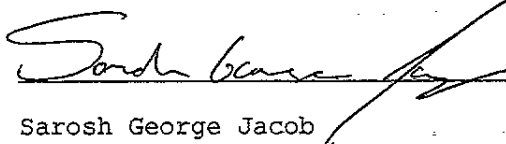
World Art Galleries, Inc.

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

Sarosh G. Jacob
5880 S.W. 74th Terrace #7b
Miami, Florida 33143

County of Dade

Signature of Incorporator


Sarosh George Jacob

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

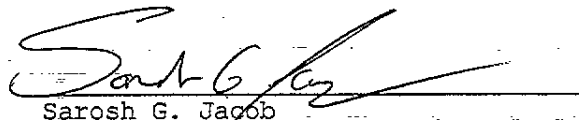
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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Signature of Registered Agent

12-20-99
Date


Sarosh G. Jacob
World Art Galleries, Inc.