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TRANSMITTAL LETTER

FILED

00 JAN -5 PM 2:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Subject Corporation: Gardenia Fine Arts, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation, a registered agent acknowledgment, and a check for: \$78.75.

From: Lawrence Corning, 518 Banyan Blvd., West Palm Beach FL 33401
Phone: 561-833-1600.

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

ARTICLES OF INCORPORATION
of
Gardenia Fine Arts, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation is: Gardenia Fine Arts, 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 the acquisition and management of real estate under the laws of the United States and the State of Florida.

ARTICLE IV - MAILING ADDRESS

The mailing address and principal office of this corporation shall be:

518 Banyan Boulevard
West Palm Beach, FL 33401

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue Five Hundred (500) shares of Common Stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the Initial Registered Agent of this Corporation is:

Lawrence Corning
518 Banyan Boulevard
West Palm Beach, FL 33401

ARTICLE VII - 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 by-laws, but shall never be less than one (1). The name and address of the initial director of the corporation is:

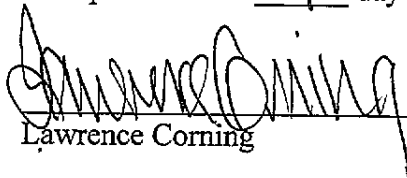
Lawrence Corning
518 Banyan Boulevard
West Palm Beach, FL 33401

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Lawrence Corning
518 Banyan Boulevard
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4 day of January, 2000.



Lawrence Corning

STATE OF FLORIDA

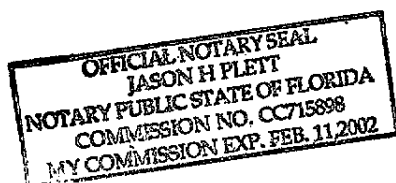
COUNTY OF Palm Beach

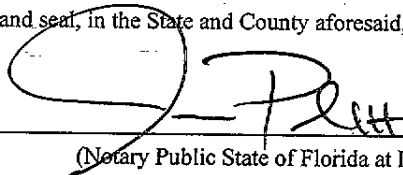
Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared

Lawrence Corning

Known to me to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that _____ executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 4 day of January, 2000.





(Notary Public State of Florida at Large)

My commission expires: Feb. 11, 2002

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
00 JAN -5 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Section 607.0501, Florida Statutes, the following is submitted in compliance therewith:

That GARDENIA FINE ARTS, INC. designates the name and address of its registered agent to accept service of process within this State as follows:

Lawrence Corning
518 Banyan Boulevard
West Palm Beach, FL 33401

ACKNOWLEDGEMENT:

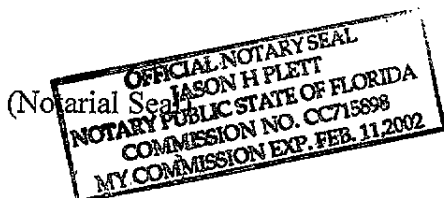
Having been named to accept service of process for the above stated corporation, at the above-stated address in this State, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to proper and complete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

BY: 

Lawrence Corning

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing certificate was sworn to and acknowledged before me this
4 day of January 2000.





Notary Public, State of Florida

My Commission Expires: Feb 11, 2002