

Larry C. Rosenman, C.P.A., P.A.

12340 St. Simon Drive Boca Raton, Florida 33428 (561) 482-1040 fax(561) 451-2304

E-mail Address LCRCPAPA.gate.net

Member in good standing
Florida Institute of Certified Public Accountants

PA000003824

EFFECTIVE DATE

1-1-00

December 31, 1999

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-01/06/00--01063--012

****122.50 ****78.75

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

Re: Articles of Incorporation - South End Art, Inc.

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also enclosed is a check in the amount of \$122.50 representing the fees for filing and a certified copy.

Thank you for your assistance in this matter.

If you have any questions at all, please feel free to contact me at the above location. I am ...

Sincerely yours,

Larry Rosenman C.P.A.

Larry C. Rosenman C.P.A., P.A.

Enclosures
LCR/br

FILED
00 JAN -6 PM 1:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Larry C. Rosenman C.P.A., P.A. 12340 St. Simon Drive Boca Raton, Fl. 33428 (561) 482-1040

Member in good standing Florida Institute of Certified Public Accountants

1-1-00
LCR

ARTICLES OF INCORPORATION

EFFECTIVE DATE
1-1-00

OF

FILED
00 JAN -6 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

South End Art, Inc.

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

ARTICLE I. NAME

The name of the corporation shall be:

South End Art, Inc. The principal place of business of this corporation shall be 11051 Bay Breeze Way, Boca Raton Florida 33428.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The street address of the principal office if known is 11051 Bay Breeze Way, Boca Raton Florida 33428.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gary Santoro 066-66-8110 residing at 11051 Bay Breeze Way, Boca Raton Florida 33428.

ARTICLE IX. DIRECTORS

This corporation shall have 1 Director and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until a successor is elected and shall qualify are:

Gary Santoro 066-66-8110 residing at 11051 Bay Breeze Way, Boca Raton, Florida 33428.

ARTICLE X. EFFECTIVE DATE

This corporation shall have an effective date commencing on January 1, 2000.

ARTICLE XI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Larry C. Rosenman C.P.A., P.A. 33428
12340 St. Simon Drive
Boca Raton, Florida 33428

The undersigned authorized agent of Larry C. Rosenman, C.P.A., P.A. has executed these Articles of Incorporation in his hand and seal of Larry Rosenman C.P.A., P.A. on this day

Larry C. Rosenman, C.P.A., P.A.

By: 

Larry Rosenman C.P.A.

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 4 day of JAN, ~~1998~~ ²⁰⁰⁰ by Larry Rosenman C.P.A.

FLOR # R255-523-53-281-0
exp 8/04.

Helene March

Notary Public, State of Florida



Certificate of Designation

Registered Agent/Registered Office

Pursuant to the provisions of sections 607.0501 or 617.0501, 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.

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00 JAN -6 PM 1:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the corporation is South End Art, Inc.
2. The name and address of the registered agent and office is Larry C. Rosenman, C.P.A. residing at 12340 St. Simon Drive, Boca Raton, Florida 33428

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 obligation of my position as registered agent.

Signature



Date

1/4/00