

LOUIS X. AMATO, P.A.
ATTORNEYS AT LAW

LOUIS X. AMATO
(941) 434-1168 Direct Dial
(941) 262-7179 Direct Fax

CINDY J. STUBBE
(941) 434-1163 Direct Dial

P00000043193

PLEASE REPLY TO:

NAPLES OFFICE

SUITE 200
350 FIFTH AVENUE SOUTH
NAPLES, FLORIDA 34102
(941) 262-7748
FAX (941) 262-7144

FORT MYERS OFFICE

THE TERRACES
8660 - 120 COLLEGE PARKWAY
FORT MYERS, FLORIDA 33919-4873
(941) 433-4240
FAX (941) 433-4898

April 26, 2000

Secretary of State
Division of Corporations
Attention: New Corporations
P.O. Box 6327
Tallahassee, FL 32314

100003229361---4
-04/28/00--01090--003
****122.50 ****78.75

Re: Art, Artifact, Antiquity Collections & Services, Inc.

EFFECTIVE DATE

5-1-00

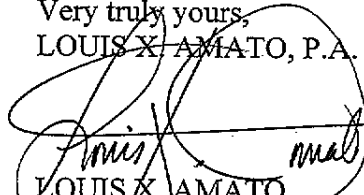
Dear Sirs,

Enclosed please find the articles of incorporation for **Art, Artifact, Antiquity Collections & Services, Inc.** as well as the designation of registered office and agent, together with our check for \$122.50 covering the filing fee, registered agent designation and a certified copy of the articles.

Please return all copies to the undersigned and correspond with us concerning any aspect of this filing.

Thanking you for your consideration of the above and enclosed, I remain,

Very truly yours,
LOUIS X. AMATO, P.A.


LOUIS X. AMATO
For the Firm

LXA/hal

cc: Tera L. Kramer

w/ encl. as noted

F:\LOUIS\Kramer\secretary of state.wpd

D. BROWN MAY - 1 2000

EFFECTIVE DATE

5-1-00

FILED
00 APR 28 AM 9:19
CLERK OF DISTRICT COURT
NORTH DAKOTA

ARTICLES OF INCORPORATION

OF

ART, ARTIFACT, ANTIQUITY COLLECTIONS & SERVICES, 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:

ART, ARTIFACT, ANTIQUITY COLLECTIONS & SERVICES, INC.

The principal place of business and mailing address of this corporation shall be:

660 Fifth Avenue South, Naples, FL 34102

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 1000 shares of common stock at \$1.00 par value.

ARTICLE IV
REGISTERED AGENT

Initial registered office of the corporation shall be:

660 Fifth Avenue South, Naples, FL 34102

and the name of the initial registered agent shall be:

Tera L. Kramer

ARTICLE V
EXISTENCE

This corporation is to exist perpetually. The effective date of the inception of corporate existence shall be May 1, 2000.

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 of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, 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
ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX
OFFICERS AND DIRECTORS

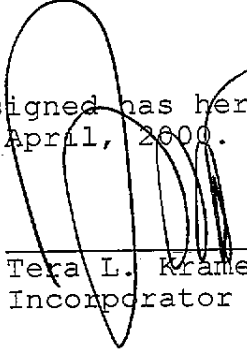
The qualifications for officers and directors and the manner of their admission are to be regulated as set forth in the By-Laws of the Corporation.

ARTICLE X
INCORPORATOR

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

Tera L. Kramer
660 Fifth Avenue South
Naples, FL 34102

IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this 26th day of April, 2000.

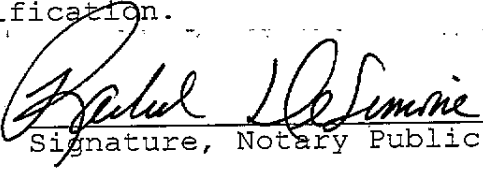


Tera L. Kramer
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 26th day of April, 2000, by Tera L. Kramer, (☒) who is personally known to me or (☐) who has produced as identification.





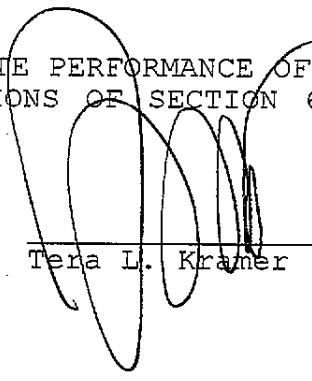
Signature, Notary Public

Print Name, Notary Public

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

F:\LOUIS\Kramer\articles of incorporation.wpd


Tera L. Kramer

44370
00 APR 28 AM 9:19
RECEIVED
STATE
OF FLORIDA