

P00000069572

200003325482--0
-07/17/00--01141--013
*****78.75 *****78.75

Sabine Haselhurst
1126 NE 16th Court
Ft. Lauderdale, FL 33305

July 13, 2000

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

Re: Southerlies Auctions, Inc.

Dear Ms./Sir:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$78.75.

This represents the cost of Filing Fees, Certified Copy of Incorporation and Fees for Registered Agent Designation for the above named corporation. If you have any questions or if I can be of any help, you can call me at (954) 792-7322.

Sincerely,


Sabine Haselhurst

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JUL 17 AM 9:25

FILED

T. Burch JUL 21 2000

ARTICLES OF INCORPORATION

OF

SOUTHERLIES AUCTIONS, INC.

FILED
00 JUL 17 AM 9:25
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

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

ARTICLE 1 - CORPORATE NAME

The name and address of the corporation is:

Southerlies Auctions , Inc.
1126 NE 16th Court
Ft. Lauderdale, FL 33305

ARTICLE 11 - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE 111 - PURPOSE

The corporation is organized for the purpose of engaging in any activities of business permitted under the laws of the United States and the State of Florida.

ARTICLE 1V - CAPITAL STOCK

The corporation is authorized to issue one hundred shares (100) of one dollars (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

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

Sabine Haselhurst
1126 NE 16th Court
Ft. Lauderdale, FL 33305

ARTICLE V1 - 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 as follows:

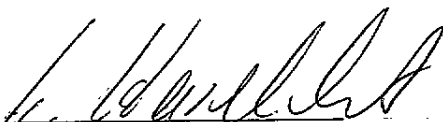
Sabine Haselhurst
1126 NE 16th Court
Ft. Lauderdale, FL 33305

ARTICLE V11 - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation is as follows:

Sabine Haselhurst
1126 NE 16th Court
Ft. Lauderdale, FL 33305

The undersigned subscribers have executed these Articles of Incorporation this 13th day of July, 2000.



Sabine Haselhurst

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

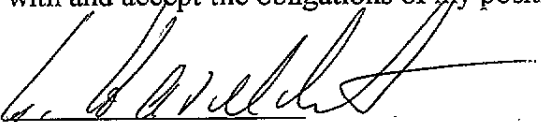
**CERTIFICATE OF REGISTERED AGENT
OF
SOUTHERLIES AUCTIONS, INC.**

FILED
00 JUL 17 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes sections 48.091 AND 607.034, the following is submitted: The above corporation, desires to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 1126 NE 16th court., Ft. Lauderdale, Florida, has named Sabine Haselhurst located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered agent 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 obligations of my position as registered agent.


Sabine Haselhurst

July 13, 2000