

P00000098350

FILED  
00 OCT 17 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

October 11, 2000

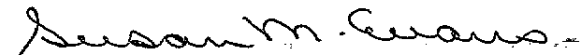
Secretary of State  
Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

900003427619--7  
10/17/00--01064--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Secretary of State  
Subject: Incorporation

We are enclosing the Articles of Incorporation, and the fictitious name registration for GALLERIA DE MEXICO, name we are using to form a corporation, for your review as a corporation in the State of Florida.

We hope that these articles meet with your approval, please find enclosed check for the application fees,  
Sincerely:



Susan M. Evans  
2901 Del Rio Drive  
St. Augustine, FL 32804

D BROWN OCT 11 8 2000

**ARTICLES OF INCORPORATION  
OF  
GALLERIA DE MEXICO, INC.**

**FILED**  
**00 OCT 17 PM 3:57**  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**Article I NAME**

The name of the Corporation shall be: GALLERIA DE MEXICO, INC.

**Article II PRINCIPAL OFFICE**

2901 Del Rio Drive  
St. Augustine, FL 32084

**Article III CAPITAL STOCK**

The number of shares that this corporation is authorized to have outstanding at any one time is:

Number	Class	par value per share
100	Common	No par

The preferences, limitations, designation and relative rights of Common Stock are as follows:

- 1) Ratable participation in earnings by way of cumulative dividends when and if declared by the Board of Directors out of Legally available funds;
- 2) Ratable voting rights of one vote per share; and
- 3) Ratable participation in net assets after satisfying creditors upon liquidation.

**Article IV PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights.

**Article V INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

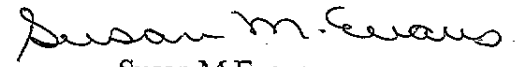
Martha J. Fedele  
2 Office Park Drive, Suite A-3  
Palm Coast, FL 32137

**Article VI INCORPORATOR**

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

Susan M. Evans  
2901 Del Rio Drive  
St. Augustine, FL 32084

The undersigned has executed the Articles of Incorporation this 11<sup>th</sup> Day of October  
2000.

  
Susan M Evans

**Susan M. Evans  
2901 Del Rio Drive  
St. Augustine, FL 32084**

Board of Directors  
Galleria de Mexico, Inc.  
2901 Del Rio Drive  
St. Augustine, FL 32084


October 11, 2000

RE: Appointment as Officer of Corporation

Directors:

I am pleased to accept my appointment as President of the Corporation pursuant to the adoption of the resolution so appointing me at the Special Meeting of the corporation held today.

Sincerely:

A handwritten signature in cursive script that reads "Susan M. Evans".

Susan M. Evans

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

FILED  
00 OCT 17 PM 3:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501, Florida Statute, the Undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida

1. The name of the corporation is:  
GALLERIA DE MEXICO, INC.
2. The name and address of the registered agent and office is:  
Martha J. Fedele  
2 Office Park Drive, Suite A-3  
Palm Coast, FL 32137



Susan M Evans  
President  
October 11<sup>th</sup> 2000

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 simultaneously with this designation 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 a registered agent.



Martha J. Fedele  
October 11, 2000