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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4001

EFFECTIVE DATE
10-17-00

From: Account Name : ARLENE F. AUSTIN, P.A.
Account Number : I20000000066
Phone : (941) 514-8211
Fax Number : (941) 514-2777

FLORIDA PROFIT CORPORATION OR P.A.

C.W. Smith Imported Antiques, Inc.

Certificate of Status	1
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Art 1X
W-25417
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
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P.2

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ARTICLES OF INCORPORATION

OF

C.W. SMITH IMPORTED ANTIQUES, INC.

ARTICLE I. NAME

The name of this corporation shall be:

C.W. SMITH IMPORTED ANTIQUES, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be on October 17, 2000. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of engaging in the operation of an imported antiques business and the transaction of any and all other business activities permitted under the laws of Florida and the United States of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 10,000 shares of common capital stock.

ARTICLE V. SECTION 1244 STOCK

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 VI. BOARD OF DIRECTORS

The number of directors on this corporation's Board of Directors shall be three. The number of directors may be increased or decreased from time to time, as provided in this corporation's Bylaws, but shall never be less than two.

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ARTICLE VII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE VIII. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office shall be:

1170 Third Street South, C-105
Naples, FL 34102

The name and address of the individual who shall serve as this corporation's initial registered agent is:

Arlene F. Austin
5811 Pelican Bay Blvd., Suite 201
Naples, FL 34108

ARTICLE IX. INCORPORATORS

The names and addresses of the individuals who shall serve as this corporation's incorporators are:

Marion Wade Smith
1170 Third Street South, C-105
Naples, FL 34102

ARTICLE X. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.



Marion Wade Smith
Incorporator

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State of Florida
County of Collier

On October 17, 2000, Marion Wade Smith, the individual designated above as the corporation's incorporator, who is personally known to me, or produced a MN driver's license as identification, and personally appeared before me at the time of notarization and acknowledged signing these Articles of Incorporation of C.W. Smith Imported Antiques, Inc.

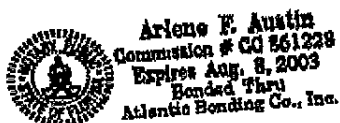
Arlene F. Austin
Notary Public

Arlene F. Austin
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

MN Driver's License
Identification



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ACCEPTANCE BY RESIDENT AGENT

I hereby accept my designation as resident agent and agree to serve as the resident agent of C.W. Smith Imported Antiques, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent.


Arlene F. Austin - Registered Agent

State of Florida
County of Collier

On October 17, 2000, Arlene F. Austin, designated above as the individual who shall serve as the corporation's initial registered agent, who is personally known to me [XX], or produced a Florida driver's license as identification, personally appeared before me at the time of notarization, and acknowledged signing these Articles of Incorporation of C.W. Smith Imported Antiques, Inc., as resident agent.


Notary Public

Eleanore T. Leigh
(Notary Public - Printed Or Typed Name)

Commission Expiration Date & Commission Number:

(SEAL)

Florida Driver's License
Identification

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 Eleanore T. Leigh
Commission # CC 765975
Expires AUG. 9, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

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