



& Associates, Inc.

PO00000107287

11380 Prosperity Farms Rd., Suite 112
Palm Beach Gardens, FL 33410
Phone (561) 691-1100
Fax (561) 626-3040

November 7, 2000

EFFECTIVE DATE
11/7/00

000003464740--4
-11/15/00--01092--011
*****70.00 *****70.00

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

Dear Sir: _____

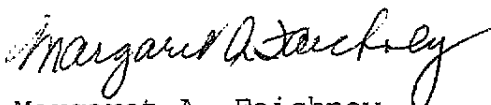
Enclosed please find a check in the amount of \$70.00 to cover the filing fee for the Articles of Incorporation for THE GALLERY AT 312, INC.

Please send the proper documents to my office at the address listed above.

If there is need for further information, please contact us.

Thank you

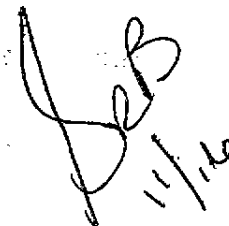
Yours truly,


Margaret A. Faichney

MAF:lcw

Enclosure

FILED
00 NOV 15 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


11/1/00

ARTICLES OF INCORPORATION
OF
THE GALLERY AT 312, INC.

EFFECTIVE DATE
11/7/00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 NOV 15 PM 2:47

FILED

ARTICLE I
NAME

The name of the corporation is **THE GALLERY AT 312, INC.**

ARTICLE II
DURATION

This corporation shall have perpetual existence.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all-lawful business.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the initial registered office is 11380 PROSPERITY FARMS ROAD, SUITE 112, PALM BEACH GARDENS, FLORIDA 33410 and the name of the initial registered agent of this corporation at this address is: **MARGARET A. FAICHNEY**

ARTICLE V
PLACE OF BUSINESS

The address of the principal place of business of this corporation is 312 SOUTH DIXIE HIGHWAY, WEST PALM BEACH, FL 33401

ARTICLE VI
DATE

The corporate existence shall begin effective **NOVEMBER 7, 2000**

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ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be increased or decreased from time to time by the By-Laws. The name and address of the initial directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
TERRY COOPER	312 S DIXIE HWY, WEST PALM BEACH, FL 33401
LYN GREENBERG	312 S DIXIE HWY, WEST PALM BEACH FL 33401
CHRISOPHER RICCARDO	312 S DIXIE HWY, WEST PALM BEACH, FL 33401
JOANNE SINGER	312 S DIXIE HWY, WEST PALM BEACH, FL 33401

ARTICLE VIII
CAPITAL STOCK

This corporation is authorized to issue One Hundred(100) shares of One-Dollar (\$1.00) par value common stock.

ARTICLE IX
INCORPORATORS

The name and address of the person signing these Article of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
MARGARET A. FAICHNEY	11380 PROSPERITY FARMS ROAD SUITE 112 PALM BEACH GARDENS, FL 33410

ARTICLE X
POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE XI
MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone provided by law.

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ARTICLE XII
ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent.

ARTICLE XIII
INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XIV
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Article, or any amendments hereto, any right conferred upon the shareholders is subject to this reservation.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted: **THE GALLERY AT 312, INC.** desiring to organize under the laws of the State of Florida, with its principal place of business: **312 SOUTH DIXIE HIGHWAY, WEST PALM BEACH, FLORIDA 33401** has named: **MARGARET A. FAICHNEY** located at **11380 PROSPERITY FARMS ROAD, SUITE 112, PALM BEACH GARDENS, FLORIDA 33410** as its agent to accept service of process within Florida.

Margaret A. Faichney
MARGARET A. FAICHNEY - Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

Date: 11/9/00

Margaret A. Faichney
Agent - MARGARET A. FAICHNEY