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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

BURLINGAME GALLERIES, INC.

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight APR 10 2001

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the state of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLES I, NAME

The name of this corporation shall be:

Burlingame Galleries, Inc.

ARTICLE II, NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III, CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One hundred (100) shares of common stock, of one dollar (\$1.00) par value.

ARTICLE IV, INITIAL CAPITAL

The amount of capital with which this corporation will begin business will not be less than One hundred dollars (\$100).

ARTICLE V, TERM OF EXISTENCE

The corporation is to have perpetual existence.

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ARTICLE VI, ADDRESS

The initial street address in the State of the principal office of the corporation shall be:

12243 Brisbane Lane
Wellington, Florida 33414

The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VII, INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The number of Directors may be either increased or diminished by the by-laws adopted by the shareholders but shall never be less than one. The name and address of the initial Director of this Corporation is:

Scott Burlingame
12243 Brisbane Lane
Wellington, Florida 33414

ARTICLE VIII, INCORPORATOR

The name and address of the incorporator is:

Scott Burlingame
12243 Brisbane Lane
Wellington, Florida 33414

ARTICLE IX, BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and shareholders.

ARTICLE X, AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI, SUB-CHAPTER S CORPORATION

This corporation may be a Sub-Chapter S Corporation as defined by the Internal Revenue Code.

ARTICLE XII, REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent, Scott Burlingame, at 12243 Brisbane Lane, Wellington, Florida 33414 accepts this position signed below:

✓ Scott A Burlingame
Scott Burlingame

The registered office will be located at 12243 Brisbane Lane, Wellington, Florida, 33414.

✓ Scott A Burlingame
Scott Burlingame

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In witness whereof, the undersigned as subscribing incorporators, have hereinto set our hands and seals this 6th day of APRIL for the purpose of forming this corporation under the laws of the State of Florida, and hereby make and file, in the office of the Secretary of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

✓ Scott A Burlingame
Scott Burlingame

SWORN TO AND SUBSCRIBED BEFORE

THIS 6th DAY OF APRIL, 2001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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John D. Harris
John D. Harris



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