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ACCOUNT NO. : 072100000032

REFERENCE : 110589 81093A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

FILED  
2001 APR 10 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ORDER DATE : April 10, 2001

ORDER TIME : 11:48 AM

ORDER NO. : 110589-005

CUSTOMER NO: 81093A

CUSTOMER: D. H. Kinsey, Esq  
Sheppard Brett Stewart &  
Hersch, P.a.  
2121 West First Street  
P. O. Drawer 400  
Ft. Myers, FL 33901

500003984965--3  
-04/10/01--01055--022  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DOMESTIC FILING

NAME: THE GALLERY ON BROADWAY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

RECEIVED  
01 APR 10 PM 1:10  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
10/10/01

ARTICLES OF INCORPORATION  
OF  
THE GALLERY ON BROADWAY, INC.

**FILED**  
2001 APR 10 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

THE UNDERSIGNED, ELIZABETH JENKINS, CARLA S. REUBLIN and EMMA J. LILLY, hereby execute this document for the purposes of becoming incorporated under the laws of the State of Florida, and forming a corporation under the following proposed Certificate of Incorporation:

ARTICLE I

The name of this Corporation is THE GALLERY ON BROADWAY, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

The Corporation may engage in any activity or business permitted by the Laws of the United States and of this State.

ARTICLE III

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock of the same class and at One Dollar (\$1.00) par value.

ARTICLE IV

Every shareholder, upon the sale for cash of any stock of this Corporation of the same class as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V

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

ARTICLE VI

The Corporation is to have perpetual existence commencing upon filing of these Articles of Incorporation with the Secretary of State.

ARTICLE VII

The address of the principal office of the Corporation in this State is: 1362 Florida Avenue, Fort Myers, Florida 33901, and the name of the initial registered agent of this Corporation at that address is: ELIZABETH JENKINS.

ARTICLE VIII

The number of Directors of this Corporation shall not be less than three (3) or more than seven (7).

ARTICLE IX

The name and post office address of the members of the first Board of Directors of the Corporation are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
ELIZABETH JENKINS	Vice President	1362 Florida Avenue Fort Myers, Florida 33901
CARLA S. REUBLIN	Secretary	1342 Burtwood Drive Fort Myers, Florida 33901
EMMA J. LILLY	President	6090 Tidewater Island Circle Fort Myers, Florida 33908

ARTICLE X


The name and post office address of the subscribers to the Articles of Incorporation are:

<u>NAME OF SUBSCRIBER</u>	<u>ADDRESS</u>
ELIZABETH JENKINS	1362 Florida Avenue Fort Myers, Florida 33901
CARLA S. REUBLIN	1342 Burtwood Drive Fort Myers, Florida 33901
EMMA J. LILLY	6090 Tidewater Island Circle Fort Myers, Florida 33908

ARTICLE XI

The power to adopt, amend, alter or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the subscribers have hereunto set their hands and seals this  
6<sup>th</sup> day of April, 2001.

  
Elizabeth Jenkins, Incorporator

  
Carla S. Reublin, Incorporator

  
Emma J. Lilly, Incorporator

STATE OF FLORIDA  
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 6<sup>th</sup> day of April, 2001, by ELIZABETH JENKINS, ( ) who is personally known to me or (x) who produced Florida Driver License as identification.

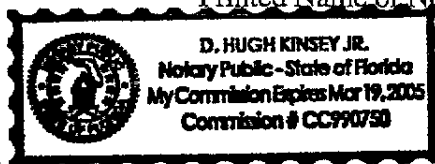
  
Notary Public

Printed Name of Notary: D. Hugh Kinsey, Jr.

(SEAL)

Comm. Exp. Date:

Comm. Number:



STATE OF FLORIDA  
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 6<sup>th</sup> day of April, 2001, by CARLA S. REUBLIN, ( ) who is personally known to me or (x) who produced FL Drivers License as identification.



  
Notary Public

Printed Name of Notary: KIM I. HARPSTER

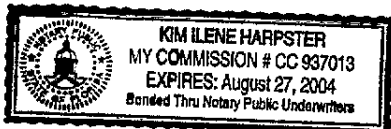
(SEAL)

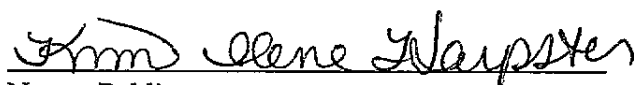
Comm. Exp. Date:

Comm. Number:

STATE OF FLORIDA  
COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 6<sup>th</sup> day of ~~March~~ April, 2001, by EMMA J. LILLY, ( ) who is personally known to me or (x) who produced FL Drivers License as identification.



  
Notary Public

Printed Name of Notary: KIM I. HARPSTER

(SEAL)

Comm. Exp. Date:

Comm. Number:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
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:

FIRST -- THAT THE GALLERY ON BROADWAY, INC., DESIRING TO ORGANIZE  
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL  
PLACE OF BUSINESS IN THE CITY OF FORT MYERS, COUNTY OF LEE, STATE OF  
FLORIDA, HAS NAMED ELIZABETH JENKINS, LOCATED AT 1362 FLORIDA AVENUE,  
(Street Address and Number of Building -- Post Office Box Addresses Are Not Acceptable), FORT  
MYERS, LEE, COUNTY, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS  
WITHIN FLORIDA.

THE GALLERY ON BROADWAY, INC.

(EJL)  
Signature: \_\_\_\_\_

(Corporate Officer)

Title: President

Date: \_\_\_\_\_

4/6/01

2001 APR 10 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED 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.

(EJ)  
Signature: \_\_\_\_\_

Resident Agent

Date: \_\_\_\_\_

4/6/01