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Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32399

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April 17, 2001

Dear Department of State,

Enclosed please find the Articles of Incorporation for:

FRAME & ART DEPOT, INC.

Also enclosed is a check in the amount of \$ 70.00 covering filing fees and payment of an executed copy of said articles.

If you have any questions, please do not hesitate to get in touch with me directly.

Sincerely,

Robert H. Cohen For the firm

Robert H. Cohen & Co., Inc. 8061 W. McNab Rd Tamarac, Fl 33321

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ARTICLES OF INCORPORATION

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OF

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SECKER AY OF STATE TALLAHASSEE FLORIDA

FRAME & ART DEPOT, INC.

The undersigned, for the purposes of foregoing a corporation under the Florida General Corporation Act, do hereby adopt the following articles if incorporation.

ARTICLE I Corporate Name & Address

The name of the corporation shall be Frame & Art Depot, Inc. and the address is 803 E. Palmetto Park Rd Boca Raton, Fl 33432

ARTICLE II Term of Existence

The duration of the corporation is perpetual, to be commenced with the filing of these articles of incorporation with the Department of State of the State of Florida.

ARTICLE III Nature of Corporate Business

The general purpose for which the corporation is organized is:

- 1. to engage in a frame & art establishment and to do that which is incidental to the foregoing in order to accomplish the foregoing; and
- 2. to transact any other lawful business for which corporations may be incorporated under the Florida general Corporations Act.

ARTICLE IV Authorized Shares

The aggregate number of shares, which the corporation is authorized to issue, is 100 shares. Such shares shall be of single class and shall have a par value of \$ 1.00 per share.

ARTICLE V Initial Agent

The address of the initial registered office of the corporation is 803 E. palmetto park Rd Boca Raton, Fl 33432 the corporation has named Miriam Payne as the registered agent.

ARTICLE VI Initial Board of Directors & Incorporators

The number of directors/incorporators is three. (3)

The names and address of each person who is to serve as member of the board and be incorporators are:

NAME & ADDRESS

Miriam Payne 803 E. Palmetto Park Rd Boca Raton, Fl 33432

Ian **≰** Payne 803 E. Palmetto Park Rd Boca Raton, Fl 33432

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Bobbie A. Payne 803 E. Palmetto Park Rd Boca Raton, Fl 33432

Signature of above:

Miriam Payne, Director, Incorporator

Tan Payne, Director, Incorporator

Bobbie A. Payne, Director, Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

I hereby certify that on this ______ day of ______, 2001, before me personally appeared Miriam Payne, Ian & Payne, & Bobbie A. Payne incorporators of Frame & Art Depot, Inc.

under the laws of the State of Florida, to me known to be the person/persons described in and who executed the foregoing instrument and severally acknowledge the execution thereof to be their free act and deed as such directors, for the uses and purposes therein mentioned; and the said instrument is the act and deed of said corporation.

Witness my signature and official seal on -4(2-), 2001 in the county of Broward

and the State of Florida.

Notary Public-At-Large

State of Florida`

My commission expires

My Comm Exp. 5/5/2002 No. CC 739942 11 Personally Mnown 110ther 10

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance to chapter 48.901, Florida statutes, the following is submitted in compliance with said act:

FIRST--- FRAME & ART DEPOT, INC.

Desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation, at the city of Boca Raton has named Miriam Payne to accept service of process in the State of Florida.

Having been named to accept service in the State of Florida for the above mentioned entity at a place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

By: Agent-Miriam Payne

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