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LAW OFFICES OF
DEAN R. HALPER, P.A.

DEAN R. HALPER**
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May 10, 2002

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

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-05/14/02--01034-014
*****78.75 *****78.75

SUBJECT: Designer Gallery, Inc.
(Proposed corporate name - must include suffix)

Dear Sir(s)/Madam(s):

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

____ \$70.00 Filing Fee ____ \$78.75 Filing Fee & Certificate of Status
____ X \$78.75 Filing Fee & Certified Copy
____ \$87.50 Filing Fee, Certified Copy, & Certificate of Status (ADDITIONAL
COPY REQUIRED)

Very truly yours,

Denise Deckelboim
DENISE DECKELBOIM
Legal Assistant to
DEAN R. HALPER, ESQ.

DRH/dd
Enclosures

FILED
02 MAY 14 PM 2:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Bm 5/16

ARTICLES OF INCORPORATION

OF

DESIGNER GALLERY, INC.

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of this corporation is:

DESIGNER GALLERY, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business/mailing address is:

8130 Glades Road, #344
Boca Raton, Florida 33434

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Any activity or business permitted under the laws of the United State of America and Florida; including transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV SHARES

The number of shares of stock is five hundred (500) shares, all of one class, at \$1.00 par value.

ARTICLE V INITIAL OFFICERS/DIRECTORS

The name(s), address(es) and title(s):

NAME	ADDRESS	TITLE
Kenneth Krupp	8130 Glades Road, #344 Boca Raton, Florida 33434	Director/President Vice-President/ Secretary/Treasurer

ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

Dean R. Halper, Esquire
7431-49 West Atlantic Avenue
Delray Beach, Florida 33446

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ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

NAME

Kenneth Krupp

ADDRESS

8130 Glades Road, #344
Boca Raton, Florida 33434

ARTICLE VIII AMENDMENT OF ARTICLES

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

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Dean R. Halper, Esq.
Registered Agent - Dean R. Halper, Esquire

5/7/02
Date

Kenneth Krupp
Incorporator - Kenneth Krupp

4/16/02
Date

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TALLAHASSEE, FLORIDA