

LAW OFFICES  
NEILL GRIFFIN FOWLER TIERNEY & NEILL

CHARTERED

311 SOUTH SECOND STREET

SUITE 200

FORT PIERCE, FLORIDA 34950

RICHARD V. NEILL  
CHESTER B. GRIFFIN  
MICHAEL D. FOWLER  
J. STEPHEN TIERNEY, III  
RICHARD V. NEILL, JR.  
RENEE C. MARQUIS

MAILING ADDRESS:

POST OFFICE BOX 1270  
FORT PIERCE, FL 34954  
TELEPHONE (772) 464-8200  
FAX (772) 464-2566

PO2000079572

July 16, 2002

900006534119--1  
-07/19/02--01062--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

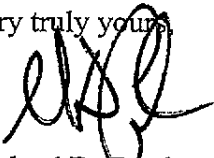
Re: Kelly Galleries, Inc.

Dear Ladies or Gentlemen:

Enclosed please find original and one copy of Articles of Incorporation, with Acceptance of Registered Agent Designated in Articles of Incorporation, for Kelly Galleries, Inc., together with our check in the amount of \$70.00 for the filing fee.

Please return a "filed" copy of the articles to this office with your receipt for the filing fee. A return envelope is enclosed for your convenience.

Very truly yours,



Michael D. Fowler  
MDF/rf

Enclosures

cc: Laura C. Kelly

FILED  
02 JUL 19 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SE  
7/23

FILED  
02 JUL 19 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

KELLY GALLERIES, INC.

The undersigned incorporator, Laura C. Kelly, hereby forms Kelly Galleries, Inc., a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KELLY GALLERIES, INC.

The address of the principal office of this corporation shall be 8501 Pensacola Road, Fort Pierce, Florida 34951, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 311 SOUTH SECOND STREET  
SUITE 200  
Fort Pierce, Florida 34950, and the name of the initial registered agent of the corporation at that address is Michael D. Fowler, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

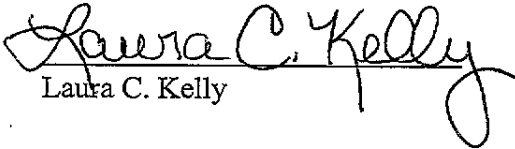
ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Laura C. Kelly, 8501 Pensacola Road, Fort Pierce, Florida 34951.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal on this

12 day of JULY, 2002.

  
Laura C. Kelly

FILED  
02 JUL 19 AM 10:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN  
ARTICLES OF INCORPORATION

I, Michael D. Fowler, residing at P.O. Box 1270, Fort Pierce, Florida 34954, and whose registered office address is P.O. Box 1270, Fort Pierce, Florida 34954, having been designated as Registered Agent to accept service of process for the above stated corporation, hereby accept the appointment as registered agent and agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
Michael D. Fowler

Date:

7.12.02