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**THOMAS P. PAGE**  
*Attorney at Law*

5125 Adanson St., Suite 500  
Orlando, FL 32804

Office: (407) 629-4811  
Facsimile: (407) 645-5116

September 18, 2002

Secretary of State  
State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

200007952432--6  
-09/23/02--01071--017  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Prime Auctioneers, Inc.

Dear Sir:

Enclosed herein please find the original and one copy of the Articles of Incorporation for filing with the Secretary of State regarding the above referenced corporation. Also enclosed is a check in the amount of \$70.00, representing the following fees:

1. Filing Fee	\$35.00
2. Designation of Registered Agent	<u>35.00</u>
	\$70.00

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to contact our office.

Very truly yours,



Thomas P. Page

TPP/dms  
Enclosures

FILED  
2002 SEP 23 AM 11:14  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

09-25-2

**ARTICLES OF INCORPORATION**  
**OF**  
**PRIME AUCTIONEERS, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2002 SEP 23 AM 11:14

FILED

**ARTICLE I**

The name of this Corporation is **PRIME AUCTIONEERS, INC.**

**ARTICLE II**

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

**ARTICLE III**

The aggregate number of shares which the Corporation shall have the authority to issue shall be 1,000 shares of common stock.

**ARTICLE IV**

The street address of the place of business of the Corporation is 6068 S. Apopka Vineland Road, Suite 5, Orlando, Florida 32819. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 6068 S. Apopka Vineland Road, Suite 5, Orlando, Florida 32819 and the name of the Corporation's initial registered agent to receive service of process is Frank L. Page.

## ARTICLE V

The number of Directors constituting the initial Board of Directors is one (1). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws.

The name and address of the individual who is to serve as Director is:

Name

Address

Frank L. Page

6068 S. Apopka Vineland Road, Suite 5  
Orlando, FL 32819

## ARTICLE VI

The name and address of the incorporator is Frank L. Page, 6068 S. Apopka Vineland Road, Suite 5, Orlando, Florida 32819.

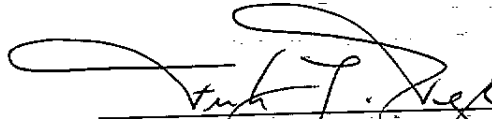
## ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

## ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

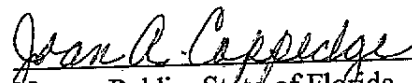
DATED: September 9, 2002.

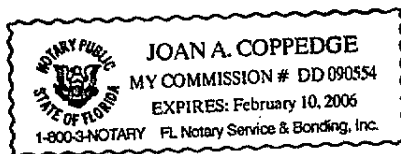
  
Frank L. Page, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of September 2002, by Frank L. Page, as Incorporator, of PRIME AUCTIONEERS, INC., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ (type of identification) as identification and did (did not) take an oath.

(AFFIX NOTARY SEAL)

  
Notary Public, State of Florida  
Printed Name: JOAN A. COPPEDGE  
My Commission Expires: 2/10/2006



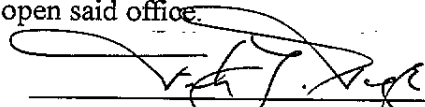
CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING THE AGENT UPON  
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That PRIME AUCTIONEERS, INC. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 6068 S. Apopka Vineland Rd., Suite 5, Orlando, Orange County, Florida 32819, has named Frank L. Page its agent to accept service of process within the State.

ACKNOWLEDGMENT

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 agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Frank L. Page, Registered Agent

FILED  
2002 SEP 23 AM 11:14  
STATE  
TALLAHASSEE, FLORIDA