

**PO2000112289**

LAW OFFICES

**JAMES R. MEROLA, P.A.**

11380 PROSPERITY FARMS ROAD, SUITE 204  
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE: (561) 622-1433 • FACSIMILE: (561) 622-6279

October 10, 2002

Secretary of State  
Division of Corporations  
Capitol Building  
Tallahassee, Florida 32304

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-10/17/02--01099--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Frankel Gallery, Inc.  
Our File No. 2725.01

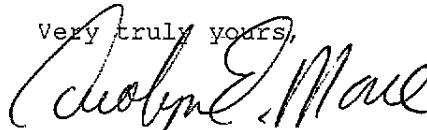
Gentlemen:

Enclosed herewith please find an original and one (1) copy of Articles of Incorporation for the above-referenced corporation, together with our firm check in the amount of \$70.00 representing your filing fees.

Kindly file the original and return a conformed copy to us in the enclosed, self-addressed, stamped envelope, for our records.

If you have any questions concerning the enclosed, please do not hesitate to call.

Very truly yours,

  
Carolyn E. Moore  
Secretary

cm  
Enclosures  
cc: Ms. Sherry Frankel

FILED  
02 OCT 17 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

me 10/18

ARTICLES OF INCORPORATION  
OF  
**FRANKEL GALLERY, INC.**

FILED  
02 OCT 17 AM 8:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE I  
NAME AND ADDRESS

The name of the Corporation shall be FRANKEL GALLERY, INC., and the principal place of business shall be 11380 Prosperity Farms Road, Suite 204, Palm Beach Gardens, Florida 33410.

ARTICLE II  
DURATION

This Corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of Capital Stock with a par value of One and No/100 (\$1.00) Dollars per Share.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the Corporation is 11380 Prosperity Farms Road, Suite 204, Palm Beach Gardens, Florida 33410, and the name of the initial Registered Agent is JAMES R. MEROLA.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by the By-Laws but shall never be less than one (1) nor more than nine (9). The name and address of the initial Director is:

SHERRY FRANKEL  
3020 30th Lane  
Lake Worth, Florida 33463

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

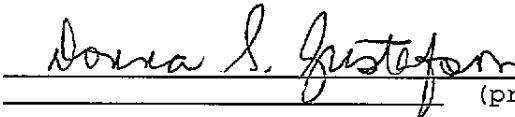
SHERRY FRANKEL  
3020 30th Lane  
Lake Worth, Florida 33463

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 9<sup>th</sup> day of October, 2002.

  
Sherry Frankel, Incorporator

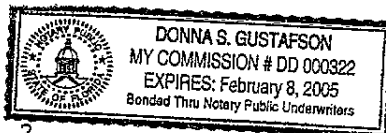
STATE OF FLORIDA           )  
COUNTY OF PALM BEACH   )

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of October, 2002, by SHERRY FRANKEL, who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
(print name)

Notary Public, State of Florida

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS  
WITHIN THE STATE, NAMING 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, FRANKEL GALLERY, INC., desiring to organize under the laws of the State of Florida, with its principal offices as indicated in the Articles of Incorporation, at Palm Beach County, Florida, has named JAMES R. MEROLA, Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida 33410, as 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 by 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.

  
JAMES R. MEROLA

FILED  
02 OCT 17 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA