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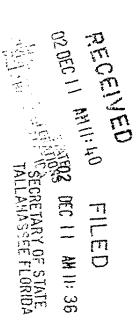
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ARTICLES OF INCORPURATION.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adoja(s) to following Articles of Incorporation.

The name of the corporation shall be:

ART LOVERS FINE ART, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:

7823 SW 102 Place miand Fl 33173

ARTICLE III -SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100

ARTICLES IV -INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Laura Beaton-Aquillera 7823 SW 102 Place Miani Pl 33173

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these Articles of	
Incorporation is: Laura Beaton-Aquilera	
7823 SW 102 Place Miani Pl. 33173	
Miceria (t. 33113	
The undersigned incorporator has executed these Articles of	
Incorporation this 10 day of December 2002	
ATTA	
Signature 0	
ARTICLE VI- DIRECTOR(S)	

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

President Laura Beaton-Hquitera Vice President, Miriam Weiss 7823 sw 102 Place Mianir Pl 33173

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT / REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent Signature