

**Electronic Articles of Incorporation
For**

P03000010873
FILED
January 29, 2003
Sec. Of State

ATHENA GALLERIES, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
ATHENA GALLERIES, INC.

Article II

The principal place of business address:
20161 SEAGROVE STREET
#102
ESTERO, FL. 33928

The mailing address of the corporation is:
20161 SEAGROVE STREET
#102
ESTERO, FL. 33928

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:
1000

Article V

The name and Florida street address of the registered agent is:
KIMBRA M SMITH MS
20161 SEAGROVE STREET
#102
ESTERO, FL. 33928

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: KIMBRA M. SMITH

Article VI

The name and address of the incorporator is:

KIMBRA M. SMITH
20161 SEAGROVE STREET
#102
ESTERO, FLORIDA 33928

Incorporator Signature: KIMBRA M. SMITH

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
KIMBRA M SMITH MS.
20161 SEAGROVE STREET #102
ESTERO, FL. 33928 US

Title: VP
KIMBRA M SMITH MS.
20161 SEAGROVE STREET #102
ESTERO,, FL. 33928 US

Title: SEC.
KIMBRA M SMITH MS.
20161 SEAGROVE STREET #102
ESTERO,, FL. 33928 US

Title: SEC.
KIMBRA M SMITH MS.
20161 SEAGROVE STREET
ESTERO, FL. 33928 US