

**Electronic Articles of Incorporation
For**

P03000079563
FILED
July 18, 2003
Sec. Of State

GEMINI FINE ART-NAPLES, 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:

GEMINI FINE ART-NAPLES, INC.

Article II

The principal place of business address:

600 5TH AVE SOUTH
A104
NAPLES, FL. 34102

The mailing address of the corporation is:

2000 ISLAND BLVD
#309
AVENTURA, FL. 33160

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:

100 SHARES PAR VALUE \$1.00

Article V

The name and Florida street address of the registered agent is:

BRUCE ROSENWASSER
2000 ISLAND BLVD
#309
AVENTURA, FL. 33160

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

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Registered Agent Signature: BRUCE ROSENWASSER

Article VI

The name and address of the incorporator is:

BRUCE ROSENWASSER
2000 ISLAND BLVD
SUITE #309
AVENTURA FL 33160

Incorporator Signature: BRUCE ROSENWASSER

Article VII

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

Title: PRES
ROSENWASSER BRUCE
2000 ISLAND BLVD SUITE 309
AVENTURA, FL. 33160

Title: VP
BRUCE SHER
20043 N.E. 19TH PLACE
NORTH MIAMI BEACH, FL. 33179

Article VIII

The effective date for this corporation shall be:

07/18/2003