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To:

Division of Corporations  
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 634-3694  
Fax Number : (305) 633-9696

**FLORIDA PROFTT CORPORATION OR P.A.**

**metroart gallery, inc.**

Certificate of Status	0
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ARTICLES OF INCORPORATION

of

MetroArt Gallery, Inc.

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ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is MetroArt Gallery, Inc.  
798 Osprey Point Circle, Boca Raton, FL 33431.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting  
any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand  
(10,000) shares of One Dollar (\$1.00) par value common  
stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock  
of this corporation of the same kind, class or series as  
that which he already holds, shall have the right to  
purchase his pro rata share thereof (as nearly as may be  
done without issuance of fractional shares) at the price at  
which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal & registered  
office of this corporation is 798 Osprey Point Circle, Boca Raton,  
FL, 33431 and the name of the initial registered  
agent of this corporation at that address is Gail Poon.

Crystal S.H. Wong, CPA (954) 462-6045  
1535 SE 17th Street Suite 206  
Fort Lauderdale, FL 33316

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation is:

Name: Gail Poon  
Address: 798 Osprey Point Circle  
Boca Raton, FL 33431

Name:

Address:

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Gail Poon, 798 Osprey Point Circle, Boca Raton, FL 33431.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th Day of May 2004.



. President

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

In pursuance of Chapter 507.34 of the Florida Statutes, the following is submitted, in compliance with said act:

First that MetroArt Gallery, Inc.  
desiring to organize under the laws of the State of Florida  
with its principle office, as indicated in the Articles of  
Incorporation at the City of Boca Raton County  
of Palm Beach State of  
Florida has named Gail Poon  
located at 798 Osprey Point Circle  
County of Palm Beach, State of Florida, as its  
agent to accept service of process within the state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the  
above stated corporation, at the place designated in this  
certificate, I hereby accept to act in this capacity, and  
agree to comply with the provisions of the said Act relative  
to keeping open said office.

By: \_\_\_\_\_

*Gail Poon*

Registered Agent

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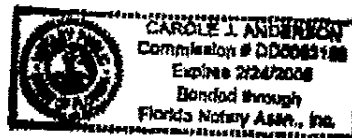
STATE OF FLORIDA:

COUNTY OF Broward

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Gail Poon known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this 13th Day of May, 2004.

*Carole I. Anderson*  
 Notary Public  
 State of Florida at Large:



NOTARY CHECK ONE:

- (☒) PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME.  
 ( ) PERSON SIGNING DOCUMENT PROVIDED THE FOLLOWING FORM OF IDENTIFICATION:

Type: \_\_\_\_\_

Serial No.: \_\_\_\_\_

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