

**P05000054754**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H05000090608 3)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

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

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
Fax Number : (305) 716-0346

**FLORIDA PROFIT CORPORATION OR P.A.**

**D'AMZALEG ART GALLERIES, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

05 APR 13 AM 8:14

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing

Public Access Help

J. Shivers APR 14 2005

**ARTICLES OF INCORPORATION**  
**OF**  
**D'AMZALEG ART GALLERIES, INC.**

The undersigned hereby subscribes to these articles of Incorporation for the purposes of forming a corporation pursuant to the Florida General Corporation Act, Florida Statutes, Chapter 607.

**ARTICLE I**  
**NAME**

The name of the corporation shall be:

**D'AMZALEG ART GALLERIES, INC.**

**ARTICLE II**  
**GENERAL NATURE OF BUSINESS AND POWERS**

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida. Specifically, this corporation will engage in the business of purchase, sale and distribution of art.

**ARTICLE III**  
**CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock having a par value of One (\$1.00) Dollar per share.

Shares may be issued only for a consideration having a value, in the judgment of the Board of Directors, at least equivalent to the full par value of the stock to be issued. All shares shall be fully paid and non-assessable.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 APR 13 AM 8:14

**ARTICLE IV**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE V**  
**REGISTERED AGENT AND PRINCIPAL ADDRESS OF THE**  
**CORPORATION**

The registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be:

Shimon Amzaleg  
469 Fifth Avenue South  
Naples, FL 34102

The Board of Directors may, from time to time, move the Registered Office to any other address in the State of Florida.

The principal address for the corporation shall be:

469 Fifth Avenue South, Naples, FL 34102

**ARTICLE VI**  
**BOARD OF DIRECTORS**

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the Stockholders, but shall never be less than one (1).

**ARTICLE VII**  
**INITIAL DIRECTOR**

The name of the initial director of this Corporation and his street address  
is: SHIMON AMZALEG  
469 Fifth Avenue South  
Naples, FL 34102

The persons named as initial director shall hold office for the first year of  
existence of this Corporation or until his successors are elected or appointed and  
have qualified, whichever occurs first.

**ARTICLE VIII**  
**INCORPORATOR**

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

Joseph Aminoff, Esq.  
Law Office of Joseph Aminoff  
407 Lincoln Road  
Suite 9A  
Miami Beach, Fl 33139

**ARTICLE IX**  
**CONFLICT OF INTEREST**

No contract between this corporation and another corporation or another  
individual shall be invalidated by reason of the fact that one or more of the officers  
or directors of this corporation are officers or directors of said other corporation, or  
by reason of the fact that one or more of the officers or directors of this corporation  
may be the other individual or individuals contracting with this corporation.

**ARTICLE X**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by at least a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

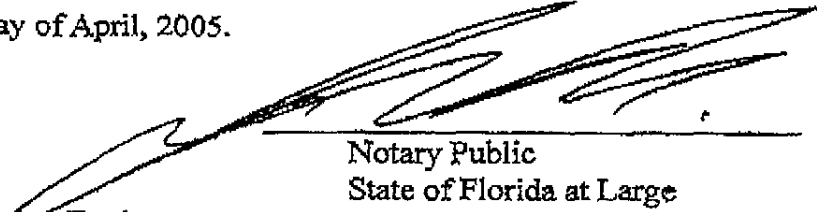
IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed the foregoing Articles of Incorporation as of the 14 day of April, 2005.

  
JOSEPH AMINOFF, ESQ.

STATE OF FLORIDA  
COUNTY OF DADE

BEFORE ME, A Notary Public, personally appeared JOSEPH AMINOFF, ESQ. the Incorporator of D'AMZALEG ART GALLERIES, INC., to me known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Miami Beach, Miami-Dade County, Florida, this 14 day of April, 2005.

  
Notary Public  
State of Florida at Large

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS**  
**OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE**  
**NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapters 48.091 and 607.034, Florida Statutes, the following is submitted, in compliance with said Statute:

That D' AMZALEG ART GALLERIES, INC. desiring to organize under the laws of the State of Florida, with its registered office at 469 Fifth Avenue South, Naples, FL 34102, has named Shimon Amzaleg, 469 Fifth Avenue South, Naples, FL 34102, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

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

  
Shimon Amzaleg

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

05 APR 13 AM 8:14