

09/06/2005 TUE 15:41 FAX 386 763 5085 JANET M STRICKLAND P.A.

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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Elizabeth Blair Galleries, Inc.

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**ARTICLES OF INCORPORATION
OF
ELIZABETH BLAIR GALLERIES, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, who, if a natural person, is eighteen years of age or older, hereby establishes a corporation pursuant to the Florida Business Corporation Act, as amended, and adopts the following Articles of Incorporation:

**Article I.
Corporate Name**

The name of this corporation is Elizabeth Blair Galleries, Inc.

**Article II.
Duration**

The corporation shall have an immediate effective date upon the filing of these Articles with the Florida Department of State, and shall exist perpetually.

**Article III.
Purpose**

The corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the State of Florida and of the United States. The corporation shall have and may exercise all the rights, powers and privileges now or hereafter conferred upon corporations organized under the laws of Florida.

**Article IV.
Capital Stock**

The corporation is authorized to issue One Thousand (1,000) shares of stock, all of which shall be voting common shares with a par value of \$1.00 (one dollar). All stock when issued shall be fully paid for and shall be nonassessable. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

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**Article V.
Designation of Registered Agent and Office**

The name of the initial registered agent of the corporation is Barbara E. Meyerhoff. The street address of the initial registered office of the corporation is 756 Renegade Lane, Port Orange, FL 32127.

**Article VI.
Principal Office and Mailing Address**

The principal place of business and the mailing address for the corporation are both: 756 Renegade Lane, Port Orange, FL 32127.

**Article VII.
Initial Board of Directors**

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws of the corporation. Directors need not be stockholders in the corporation. The name and address of the initial Board of Directors who shall hold office until the first annual meeting of shareholders of the corporation or until his successors are duly elected and qualified are as follows:

George H. Meyerhoff
756 Renegade Lane
Port Orange, FL 32127

Barbara E. Meyerhoff
756 Renegade Lane
Port Orange, FL 32127

**Article VIII.
Incorporator**

The name and street address of the incorporator of the corporation is as follows:

Barbara E. Meyerhoff
756 Renegade Lane
Port Orange, FL 32127

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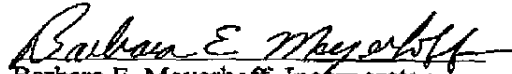
**Article IX.
Bylaws**

The power to adopt initial Bylaws shall be vested in the Board of Directors.

**Article X.
Amendments**

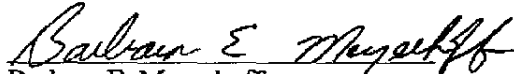
The Board of Directors of the corporation reserve the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6th day of September, 2005.


Barbara E. Meyerhoff, Incorporator

Acceptance by Registered Agent

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in these Articles, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Barbara E. Meyerhoff

9/06/05
Date

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