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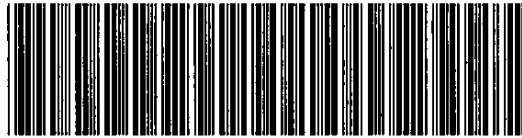
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8-14-06  
27

**HOWARD LEVINE, ESQ.  
420 ESPANOLA WAY  
MIAMI BEACH, FLORIDA 33139**

August 3, 2006

Division of Corporations  
Florida Department of State  
Post Office Box 6327  
Tallahassee, FL 32314

**Re: Mark Rutkowski Fine Art, Inc.**

Gentlemen:

Enclosed is an original and one copy of the Articles of Incorporation and Acceptance of Registered Agent for the new filing of the above-captioned Florida corporation. Also enclosed is the client's check payable to your order in the amount of \$78.75 to cover the cost of the following:

Filing Fee	\$70.00
Certified Copy of Articles of Incorporation	<u>8.75</u>
	<u>78.75</u>

Please return the confirmation of incorporation to the incorporator:

Mark Rutkowski  
405 Espanola Way, Suite 207  
Miami Beach, Florida 33139

Sincerely yours,



Howard Levine, Esq.

**ARTICLES OF INCORPORATION  
FOR  
MARK RUTKOWSKI FINE ART, INC.**

**FILED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Florida corporation pursuant to Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation.

**ARTICLE I. NAME**

The name of the corporation shall be: **MARK RUTKOWSKI FINE ART, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 405 Espanola Way, Suite 207, Miami Beach, Florida 33139.

**ARTICLE III. CAPITAL STOCK**

The number of shares of stock that this corporation is authorized to have outstanding at one time is 100 shares of common stock, with no par value.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting. The initial capital contribution by Mark Rutkowski, as the President and Incorporator, shall be Five Hundred Thousand and No/100 Dollars (\$500,000.00), consisting of the fair market value of property contributed, to wit: 50 fine art paintings; 250,000 "miniprint" reproductions of fine art paintings; 3,000 limited edition lithograph reproductions of fine art paintings; 10,000 poster reproductions of fine art paintings; and, inventory of copyrighted images of fine art paintings.

**ARTICLE IV. REGISTERED AGENT**

The name and address of the initial registered agent is:

Howard Levine, Esq.  
Law Office of Howard Levine  
Fla. Bar No. 0075670  
420 Espanola Way  
Miami Beach, Florida 33139  
Tel: (305) 672-4127

Mark Rutkowski  
405 Espanola Way, Suite 207  
Miami Beach, Florida 33139

**ARTICLE V. INCORPORATOR**

The name and address of the incorporator is:

Mark Rutkowski  
405 Espanola Way, Suite 207  
Miami Beach, Florida 33139

**ARTICLE VI. TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VII. DIRECTORS**

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall initially have one director. The name and address of the initial member of the Board of Directors is:

Mark Rutkowski  
405 Espanola Way, Suite 207  
Miami Beach, Florida 33139

**ARTICLE VIII. OFFICERS**

This corporation shall have one (1) officer initially. The name, address and position of the initial officer is:

Howard Levine, Esq.  
Law Office of Howard Levine  
Fla. Bar No. 0075670  
420 Espanola Way  
Miami Beach, Florida 33139  
Tel: (305) 672-4127

Mark Rutkowski  
405 Espanola Way, Suite 207  
Miami Beach, Florida 33139

**ARTICLE IX. NATURE OF BUSINESS**

This corporation is formed for the purpose of producing and selling fine art paintings, wholesaling fine art reproductions, and may engage or transact in any and all lawful activities or businesses permitted under the laws of the United States, the State of Florida and any other state or territory.

**ARTICLE X. EFFECTIVE DATE**

These Articles of Incorporation shall be effective on the date of the filing of these Articles of Incorporation with the office of the Secretary of State of the State of Florida.


**ARTICLE XI. 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 a majority of the stock entitled to vote thereon.

The undersigned has executed these Articles of Incorporation this 8 day of AUGUST 2006.

  
Mark Rutkowski, Incorporator

SWORN TO AND SUBSCRIBED BEFORE ME this 8 day of AUGUST, 2006, by Mark Rutkowski, ☒ who is/are personally known to me or ☒ who has/have produced his/her/their Drivers License(s) as identification and who ☒ did ☐ did not take an oath.

  
Notary Public, State of Florida at Large  
Type or Print Name: HAROLD RENGIFO

My Commission Expires:

07-21-2007

Howard Levine, Esq.  
Law Office of Howard Levine  
Fla. Bar No. 0075670  
420 Espanola Way  
Miami Beach, Florida 33139  
Tel: (305) 672-4127



**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of §607.0501 of the Florida Statutes, the corporation, **MARK RUTKOWSKI FINE ART, INC.**, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name and address of the registered agent/registered office is:

Mark Rutkowski  
405 Espanola Way, Suite 207  
Miami Beach, Florida 33139

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, 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.

Dated: 8 AUGUST 2006



Mark Rutkowski

Howard Levine, Esq.  
Fla. Bar No. 0075670  
900 16th Street  
#208  
Miami Beach, Florida 33139  
Tel: (305) 672-4127

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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