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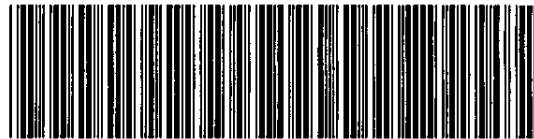
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Jacksonville, Florida 32211
Telephone: (904) 725-6872
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Admitted to practice before the
U.S. District Court, Northern
and Middle Districts of Florida
and all state courts of Florida

CRISTINA F. G. FUSCHI
LAW OFFICES OF CRISTINA FUSCHI, P.L.

May 1, 2007

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

RE: Classicantiques.com, Inc.

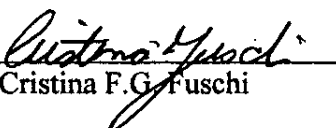
Dear Madam/Sir:

Please find enclosed 1) an original of the Articles of Incorporation for the above-referenced corporation, and 2) an acceptance of Appointment as Registered Agent; and 3) the corporate of \$ 35.00, Registered Agent Designation of \$ 35.00 and Certified Copy fee of \$ 8.75 for a total of \$ 78.75 in the form of a check from my trust account number: 1105 payable to your office.

also enclosed, please find a stamped, self-addressed envelope for you to return a Certificate of Incorporation. Should you have any questions, comments or require additional information or documentation, please do not hesitate to contact me.

Should you have any questions or comments, please do not hesitate to contact me.

Sincerely yours,


Cristina F.G. Fuschi

**ARTICLES OF INCORPORATION
OF
CLASSICANTIQUES.COM, INC.**

The undersigned, acting as incorporator of a corporation under the Florida Statutes, adopts the following Articles of Incorporation:

FIRST: The name of the corporation is Classicantiques.com

SECOND: The period of duration is perpetual.

THIRD: The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Statutes.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 100. Each share has a par value of \$1.00. Every shareholder of the Corporation shall have the right to acquire any unissued or treasury shares of the Corporation convertible into or carrying a right to subscribe to or acquire shares, to the extent of his pro rata interest, at the price and upon the terms at which such shares or securities may be offered to others.

Shares issued by this Corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the board of directors. The board of directors may refuse such approval when the proposed transfer or sale would jeopardize the corporation's status or exemption, or for any other reasonable purpose.

No transfer Unless Approved By Board of Directors:

Shares are transferable on the books of the company on presentation of a certificate properly endorsed, provided all indebtedness of the owner to this company, including any assessments, has been paid.

Corporation's Option to Purchase Shares Before Sale to Third Persons:

Any holder of common stock, any executor or administrator of any decedent holder of common stock, any purchaser of any share or shares of common stock sold on execution or at any judicial sale, and any pledgee of any share or shares of common stock shall deliver to the president or treasurer of the corporation written notice of any desire to sell, transfer, or foreclose on such shares, designating the number of shares to be sold, transferred, or foreclosed, as the case may be, the number of the certificate or certificates therefor, and the name and residence address of a person who is then a holder of common stock of the corporation who shall act as an appraiser.

The President and Treasurer or the Board of Directors of the corporation shall within 15 days after delivery of such notice select another holder of common stock as an appraiser and give written notice of his or her name and residence address to the person desirous of making such sale, transfer, or foreclosure and to the appraiser appointed by him or her; the two appraisers so selected shall, within 10 days after the giving of the last named notice, select a third appraiser who shall be experienced in the business of loaning money or in banking and who shall reside or

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be engaged in business in the city in which the general administrative office of the corporation is located; and they shall at once notify both parties in writing of the name and residence address of the third appraiser.

If the two appraisers so selected shall not within 10 days select a third appraiser, either party may apply on days written notice to the other, to any judge of any court of general jurisdiction in the above-mentioned city for the appointment of such third appraiser.

The three appraisers so selected shall within 10 days after the selection of the third appraiser appraise such share or shares proposed to be sold, transferred, or foreclosed and the majority of them shall determine their value as of the time of such appraisal and shall forthwith give written notice of their determination to both parties. In determining the value, good will shall not be considered.

The appraisal shall take place at the general administrative office of the corporation and the appraisers shall notify both parties in writing of the time when the appraisal will be made; each party shall pay the expenses and fees of the appraiser selected by him, her, or it and one-half of the expenses and fees of the third appraiser.

The board of directors shall have the option, for 10 days after receipt by the corporation of written notice of the determination of the appraisers, of purchasing the share or shares for the corporation at the appraised value. Payment for any such share or shares may be made by the board by depositing the appraised value to the credit of such shareholder, executor, administrator, grantee, assignee, or pledgee, as the case may be, in any bank in the United States, to be paid to such person by the bank on the surrender of the certificate or certificates for the share or shares of common stock properly endorsed; the board shall give written notice of such deposit to the seller.

Notwithstanding anything herein to the contrary, any shareholder may at any time during such shareholder's lifetime transfer any of such shareholder's share in the company to his or her spouse, father or mother, children (unless those children have not reached their age of majority, in which event the shareholder may transfer the stock in trust for the benefit of such minor children) or to the trustee or trustees under any trust created during his or her lifetime for the benefit of shareholder, his or her spouse, father or mother, or children. However, the spouse, father, mother, children or trustee shall agree in writing prior to such transfer to become a party to and be bound by all the terms and conditions of the agreement which provides for the corporation's option to purchase shares before sale to other stockholders or third persons, just as if they were original parties to such agreement.

FIFTH: Registered Agent. The address of the initial registered office of the corporation is LAW OFFICES OF CRISTINA FUSCHI, P.L., 644 Cesery Boulevard, Suite 350, Jacksonville, Florida 32211. The registered agent at this address is Cristina F.G. Fuschi.

SIXTH: These Articles of Incorporation may be amended by the Board of Directors adopting a resolution setting forth the proposed amendment. The proposed amendment must then be ratified by a majority vote at a meeting of the shareholders that was properly called and held in Florida in accordance with the provisions of the bylaws.

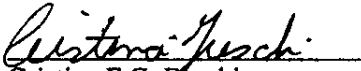
SEVENTH: Any director or the entire board of directors may be removed by the shareholders, with or without cause, at a special shareholder meeting called expressly for that purpose in accordance with the requirements for such a meeting as is specified in the bylaws. The method of electing directors shall be stated in the bylaws.

EIGHTH: **The Principal office** of the corporation is 4567 Atlantic Boulevard, Suite 2, Jacksonville, Florida 32207.

NINTH: **The mailing address** of the Corporation is 4567 Atlantic Boulevard, Suite 2, Jacksonville, Florida 32207.

TENTH: **The name and address of the incorporator** is: Cristina F.G. Fuschi, 644 Cesery Boulevard, Suite 350, Jacksonville, Florida 32211.

These Articles of Incorporation are hereby executed by the incorporator on this 27th day of April, 2007.


Cristina F.G. Fuschi

REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Cristina F.G. Fuschi, hereby accept my appointment as registered agent for the
CLASSICANTIQUES.COM INC. a Florida for-profit corporation.

Cristina F. Fuschi
Cristina F.G. Fuschi

Date: 4/27/07