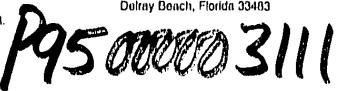
Frank P. Mehok, Jr., P.A.

610 E. Atlantic Avenue Delray Beach, Florida 33483

FRANK P. MEHOK, JR. Attorney At Law



Tolophono (407) 272-6770 Fax (407) 272-6675

December 13, 1994

Secretary of State State of Florida Division of Corporation P.O. Box 6327 Tallahassee, FL 32314 RE: B.J. SEGER ART WAREHOUSE, INC.

Gentlemen:

Enclosed herewith for filing is an original and one copy of the Articles of Incorporation together with an original and one copy of the Registered Agent Designation, et. al. for the corporation to be known as:

B.J. SEGER ART WAREHOUSE, INC.

Also enclosed is a check in the sum of \$122.50 which represents the following fees:

Filing Fee\$ Certified Copy\$ Registered Agent Designation\$	52.50
Total	122 50

Please forward a certified copy of the Articles of Incorporation to the undersigned in the enclosed, addressed, stamped envlope.

With very best regards.

Frank P. Mehok, Jr.

FPMjr:cg

Encl.

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ARTICLES OF INCORPORATION OF B.J. SEGER ART WARRHOUSE, INC.

-21 K4 6- K11 Secure (1975) - 3 K12 Secure (

The undersigned subscriber to these Articles of Electroporation, a natural person competent to contract, hereby associates himself to form a corporation under the laws of the State of Florida.

ARTICLE I - NAME OF CORPORATION

The name of this corporation is B.J. SEGER ART WAREHOUSE, INC.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage in any activity permitted under the laws of the United States or of the State of Florida.

ARTICLE 111 - ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The initial post office address of the principal place of business of this corporation in the State of Florida is: 1741 Avenida Del Sol, Boca Raton, Florida 33432.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand(1,000) shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. The whole or any part of the capital stock of this corporation may be paid for in lawful money of the United States of America or in property, labor or services at a just valuation to be fixed by the Directors.

ARTICLE V - INITIAL CAPITAL

The amount of capital with which this corporation shall begin business shall be not less than Five Hundred (\$500.00) Dollars.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - DESIGNATION OF REGISTERED AGENT AND OFFICE

The Registered Agent shall be: BEN J. SEGER, c/o B.J. SEGER ART WAREHOUSE, INC., 1741 Avenida Del Sol, Boca Raton, Florida 33432.

ARTICLE VIII - SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation, the number of shares of stock he agrees to take and the value of the consideration therefore is:

Name of Subscriber Address		Sharos	Consideration Not Loss Than
Ben J. Seger	6868 Viento Way Boca Raton, FL 33433	500	\$500.00

ARTICLE IX - DIRECTORS

This corporation shall have not less than one nor more than five (5) directors. The number of directors may be increased from time to time by by-laws adopted by the stockholders.

ARTICLE X - INITIAL DIRECTORS

The person named below shall be the first director of the corporation and shall serve as such until his respective successors are duly elected and qualified:

<u>Name</u>	Address
Seger	6868 Viento Way Boca Raton, FL 33433

Ben J.

ARTICLE XI - STOCK PLAN

The subscriber to this agreement does hereby agree that he shall cause the corporation to adopt prior to payment for or issuance of any shares of stock of the corporation a Section 1244 Stock Plan covering those shares to be issued pursuant to this agreement.

Ben J. Seger

STATE OF FLORIDA

:55

COUNTY OF PALM BEACH

THE FOREGOING INSTRUMENT was acknowledged before me this day of <u>December</u>, 1994 by BEN J. SEGER, who is personally known to me or who has produced a drivers license as identification and who did take an oath.

My Commission Expires:

Notary Public-State of Florida

FRANK P. Mchok Ja. (print name of notary)

OFFICIAL NOTARY SEAL FRANK P MEHOK JR NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC 157644 MY COMMISSION EXP. NOV. 4,1995 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 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That B.J. SEGER ART WAREHOUSE, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporatin at City of Boca Raton, County of Palm Beach, State of Florida, has named BEN J. SEGER, located at c/o B. J. SEGER ART WAREHOUSE, INC., 1741 Avenida Del Sol, Boca Raton, Florida 33432, City of Boca Raton, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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

Ren J. Seger