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MARK EVANS KASS
OF COUNSEL
WARREN S. WEDMAN

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1497 NORTHWEST 7TH STREET
MIAMI, FLORIDA 33125
(305) 541-2200

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -6 AM 8:17

February 2, 1995

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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***122.50 ***122.50

Attention: Charter Section

RE: Gibbons Framing and Art, Inc.

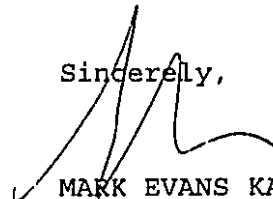
Dear Sir/Madam;

Enclosed please find the original and one copy of the Articles of Incorporation of the above referenced corporation, together with my check in the amount of \$122.50 for filing fees.

I would appreciate it if you would file the Articles with the State of Florida and forward a conformed copy to this office in the enclosed addressed and stamped envelope.

Thank you for your cooperation in this matter.

Sincerely,


MARK EVANS KASS

MEK/;bs
Enclosure

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
GIBBONS FRAMING AND ART, INC.

95 FEB -6 AM 8:17

ARTICLE I- NAME

The name of this Corporation is: GIBBONS FRAMING AND
ART, INC.

ARTICLE II-DURATION

This Corporation shall have perpetual existence.

ARTICLE III-PURPOSE

This Corporation may engage in any activity or business
permitted under the laws of the United States of America and the
State of Florida.

ARTICLE IV-CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of one
dollar par value common stock.

ARTICLE V- PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock
of this Corporation of the same kind, class or series as that
which he already holds, shall have the right to purchase his
prorata share thereof, (as nearly as may be done without issuance
of fractional shares) at the price at which it is offered to
others.

ARTICLE VI-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office is:
1497 N.W. 7th Street, Miami, FL 33125 and the name of the initial
registered agent and resident agent of this corporation is:

MARK EVANS KASS, ESQUIRE
1497 NW 7th Street
Miami, FL 33125

ARTICLE VII- PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation
is: 18351 Pines Boulevard, A-4, Pembroke Pines, FL 33029.

ARTICLE VIII-INITIAL BOARD OF DIRECTORS

This Corporation shall have three directors initially. The
number of directors may be either increased or diminished from
time to time by the By-Laws. The names and addresses of the
initial directors of this Corporation are:

Steven Gregory Gibbons -
18351 Pines Boulevard, A-4, Pembroke Pines, FL 33029

Harlan Todd Gibbons
18351 Pines Boulevard, A-4, Pembroke Pines, FL 33029

Lisa Gibbons
18351 Pines Boulevard, A-4, Pembroke Pines, FL 33029

ARTICLES IX- INCORPORATOR

The name and address of the person signing the Articles as
Incorporator and Subscriber is:

Lisa Gibbons
18351 Pines Boulevard, A-4, Pembroke Pines, FL 33029

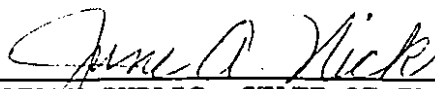
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 30 day of January, 1995.


Lisa Gibbons

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and county set forth above, personally appeared Lisa Gibbons, who produced DRIVERS LICENSE as identification or who is personally known to me and known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid on this 30th day of January, 1995.



NOTARY PUBLIC, STATE OF FLORIDA AT
LARGE
JUNE A NICK

MY COMMISSION EXPIRES:

NOTARY PUBLIC, STATE OF FLORIDA.
MY COMMISSION EXPIRES: May 22, 1996.
BONDED THRU NOTARY PUBLIC UNDERWRITER:

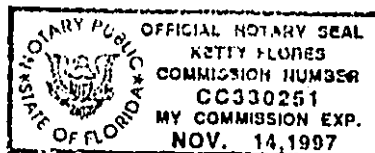
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IN WITNESS WHEREOF, I have hereto set my hand and affixed
my official seal in the State and County aforesaid on this 31 day
of January, 1995.



NOTARY PUBLIC, State of Florida
at Large

My commission Expires:



SIMULTANEOUS ACCEPTANCE OF APPOINTMENT AS REGISTERED
AGENT OF GIBBONS FRAMING AND ART, INC.

The undersigned, Mark Evans Kass, pursuant to Florida Statutes Section 607.034 (3) hereby accepts the appointment as registered agent of GIBBONS FRAMING AND ART, INC. and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.325.



MARK EVANS KASS, REGISTERED AGENT

STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgements in the state and County set forth above, personally appeared Mark Evans Kass, who produced _____ as identification or who is personally known to me and known to me to be the person who executed the foregoing Simultaneous Acceptance of Appointment as Registered Agent of GIBBONS FRAMING AND ART, INC.