

75000022/20

BERRIEN H. BECKS, SR., P.A.
ATTORNEY AT LAW

TELEPHONE
1904/257-2000
FAX
1904/253-2347

BECKS BUILDING
205 N. HIGHLAND AVENUE
P.O. DRAWER 2400
DAYTONA BEACH, FLORIDA
32105

March 13, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32301

Re: DAYTONA AUCTION GALLERIES, INC.
and HALIFAX RIVER INVESTMENTS, INC.

Gentlemen:

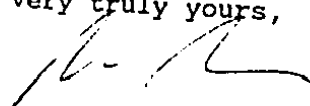
Enclosed please find the Articles of Incorporation regarding the above two (2) corporations. Please file same and forward a certified copy of the Articles of each corporation to my office.

Also enclosed is a check for \$245 to cover the following costs and fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent	<u>35.00</u>
(For each corporation)	\$122.50
Total fee for two (2) corporations	\$245.00

Thank you for your assistance in this matter.

Very truly yours,


BERRIEN BECKS, SR., P. A.

BB,SR/j
Enclosures

RECEIVED
MAR 17 AM 9:12
TALLAHASSEE, FLORIDA
BROWN MAR 20 1995

ARTICLES OF INCORPORATION
OF
HALIFAX RIVER INVESTMENTS, INC.

FILED
95 MAR 17 AM 9:12
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

The undersigned subscriber, a natural person competent to contract, heroby forms a corporation under the laws of the State of Florida, and adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be HALIFAX RIVER INVESTMENTS, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The initial principal place of business of this corporation in the State of Florida shall be 125 N. Ridgewood Avenue, Daytona Beach, Florida 32114. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE III - NATURE OF BUSINESS

The general purposes for which the corporation is organized are:

1. To transact any lawful business for which corporations may be incorporated under the laws of Florida;
2. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of common stock that this corporation is authorized to have outstanding at any one time is One Hundred (100) shares, having a par value of One Hundred Dollars (\$100) per share.

ARTICLE V - REGISTERED AGENT

The name of the initial registered agent of the corporation shall be GEORGE K. ARNOLD. The street address of the initial registered office shall be 125 N. Ridgewood Avenue, Daytona Beach, Florida 32114 and the mailing address shall be P. O. Box 871, Daytona Beach, Florida 32115-0871.

ARTICLE VI - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Ten Thousand Dollars (\$10,000).

ARTICLE VII - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VIII - DIRECTORS

This corporation shall initially have Two (2) Directors. The names and street addresses of the initial members of the Board of Directors are:

Name	Address
GEORGE K. ARNOLD	125 N. Ridgewood Avenue Daytona Beach, FL 32114
JED D. LADIN	1713 N. E. 27th Drive Wilton Manors, FL 33334

ARTICLE IX - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

Name	Address
GEORGE K. ARNOLD	125 N. Ridgewood Avenue Daytona Beach, FL 32114

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash or any new stock of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at

the price at which it is offered to others; which price, in the case of par value shares, may be in excess of par.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 13th day of March, 1995.

George K. Arnold
George K. Arnold

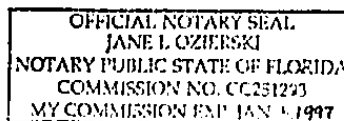
STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared GEORGE K. ARNOLD, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 13th day of March, 1995.

Jane L. Ozierski
Notary Public, State of Florida

My Commission expires:



FILED
MAR 17 11 512
CLERK OF COURT
JACKSONVILLE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That HALIFAX RIVER INVESTMENTS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Daytona Beach, State of Florida, has named GEORGE K. ARNOLD, located at 125 N. Ridgewood Avenue, City of Daytona Beach, State of Florida, as its Agent to accept service of process within Florida.

George K. Arnold
(Corporate Officer)

Title: Secretary

Date: March 13, 1995

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

George K. Arnold
(Resident Agent)

Date: March 13, 1995

P95000022/20

LAURENCE H. BARTLETT, P.A.
ATTORNEY & COUNSELOR AT LAW

188 NORTH RIDGEWOOD AVENUE
POST OFFICE BOX 1888
DAYTONA BEACH, FLORIDA 32115
(404) 254-8807

October 29, 1996

RECEIVED
DIVISION OF CORPORATIONS
56 OCT 31 PM 12:43

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Halifax River Investments, Inc.

Dear Sir/Madam:

Enclosed is the Resignation of Registered Agent (Form CR2E046) which has been executed by Mr. George K. Arnold on behalf of the above captioned corporation. Also enclosed is our firm's check in the amount of \$87.50 representing the fee to process this request.

If you have any questions, please call our office. Thank you.

Sincerely,

S. M. Britton
Sylvia M. Britton
Legal Assistant to
Laurence H. Bartlett

LHB:smb
Enclosures

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*****87.50 *****87.50

PA Resign

TLL NOV 5 1996

RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0602(2), 617.0602(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, GEORGE K. ARNOLD

(Name of registered agent)

hereby resigns as Registered Agent for HALIFAX RIVER INVESTMENTS, INC.

(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address. The agency is terminated and the office discontinued on the 31st day after the date on which this statement is filed.

George K. Arnold
(Signature of resigning agent)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 31 PM 12:43

Fee for filing this document:

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation