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Nicholas P. Sardelis, Jr.
Chartered

527 S. Washington Blvd.
Sarasota, Florida 34236

(813) 952-1661
FAX (813) 951-0924

March 20, 1995

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

RE: AUGUST ANTIQUES, INC.

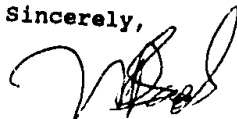
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Dear Sir/Madam:

Herewith I hand to you the original and a duplicate of the Articles of Incorporation of the above-captioned corporation together with my office account check in the amount of \$122.50 for fees in connection with filing, designation of registered agent, and our file copy of recorded articles of incorporation together with charter number.

Thank you for your attention to this matter.

Sincerely,



Nicholas P. Sardelis, Jr.

NPS:mt
Enclosure:

cc: Beverly A. August

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ARTICLES OF INCORPORATION
OF
AUGUST ANTIQUES, INC.

ARTICLE I
NAME

The name of the corporation shall be AUGUST ANTIQUES, INC., a Florida corporation.

ARTICLE II
DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III
PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE IV
CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock which shall be designated as "common shares".

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale of any new stock of this corporation, shall have the right to purchase his pro-rata 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 principal office street address and the initial registered office of this corporation is: 2241 Oak Terrace, Sarasota, Florida 34231, and the initial registered agent of this corporation at that address is Beverly A. August, who by her signature hereon states that she is hereby familiar with and accepts the duties and responsibilities as registered agent for said corporation.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the By-Laws; however, there shall never be less than one (1) Director nor more than five (5). Voting for Directors shall be under the cumulative vote system. The name and address of the initial Board of Directors of the corporation is:

NAME	ADDRESS
Beverly A. August	2241 Oak Terrace Sarasota, Florida 34231

ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator signing these articles is: Beverly A. August, 2241 Oak Terrace, Sarasota, Florida 34231.

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

Beverly A. August
BEVERLY A. AUGUST
Incorporator/Registered Agent

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared BEVERLY A. AUGUST, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation and has produced a driver's license bearing number A223-061-35-729-0 as proof of identification.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 16th day of March, 1995.

Francie Bryant
Notary Public (SEAL)
FRANCIE BRYANT
Name Typed or Printed

My Commission Expires:

