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James E. Nutt, P.A.  
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(407) 478-8765

March 10, 1995

Department of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, FL 32399

RECEIVED  
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CORPORATIONS  
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Subject: Athenas Jazz Art, Inc.

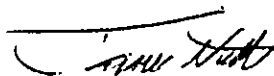
To whom it may concern:

Enclosed is an original and one (1) copy of the Articles of Incorporation two a check for \$78.75 in payment of the fees for filing & a certificate.

Please return verification of filing and the certificate to the address at this letter's head.

Thank you for your assistance in this matter.

Sincerely,

  
James E. Nutt

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## ARTICLES OF INCORPORATION

OF

ATHENAS JAZZ ART, INC.

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In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purposes of organizing a business corporation.

### ARTICLE I NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS

The name of the Corporation shall be "Athenas Jazz Art, Inc.." The principal place of business and mailing address of this corporation shall be 6126 Hogan Creek Road, Margate, Florida 33063.

### ARTICLE II PURPOSE

The Corporation is organized to conduct business in the State of Florida and shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs including without limitation those general powers set forth in Section 607.0302, Florida Statutes, as may be amended.

### ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1000). Consideration for each share shall be payable in money, property, labor or services. All shares shall be common and identical with each other in every respect. Further, the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

### ARTICLE IV DURATION

The Corporation shall have perpetual existence.

#### ARTICLE V REGISTERED AGENT

The name and address of the initial registered agent is <sup>George</sup> George Garcia, 6126 Hogan Creek Road, Margate, Florida 33063.

#### ARTICLE VI INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is <sup>George</sup> George Garcia, 6126 Hogan Creek Road, Margate, Florida 33063.

#### ARTICLE VII INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27<sup>th</sup> day of March, 1994.

George Garcia, Incorporator  
George Garcia

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Athenas Jazz Art, Inc.
2. The name and address of the registered agent and office is:

*George Garcia*  
George Garcia  
6126 Hogan Creek Road  
Margate, FL 33063

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

*George Garcia*  
George Garcia, Registered Agent

March 24, 1995

FILED  
CLERK OF STATE  
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