

P45000027209

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 8327
Tallahassee, FL 32314

SUBJECT: TEMPLE INTERNATIONAL FINE ARTS CONTEMPORARY, INC.

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 70.00.

FROM:

VICTOR TAPIAS

180 NE 40th STREET

MIAMI, FL. 33137

(305) 573-9966

Victor Tapias

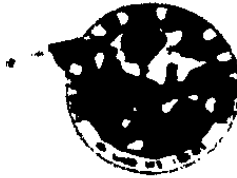
Blanca G. Green

3/31/95

(JB) 1145-7059

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RECEIVED 144,0013
11/20/95 11/20/95
*****70,000 *****70,000



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 31, 1995

VICTOR TAPIAS
180 NE 40TH STREET
MIAMI, FL 33137

SUBJECT: TEMPLE INTERNATIONAL FINE ARTS CONTEMPORARY INC.
Ref. Number: W95000007059

We have received your document for TEMPLE INTERNATIONAL FINE ARTS CONTEMPORARY INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 395A00014712

ARTICLES OF INCORPORATION

TEMPLE INTERNATIONAL FINE ARTS CONTEMPORARY INC.

The undersigned subscriber to these Articles of Incorporation of TEMPLE INT. FINE ART CONTEMPORARY INC..... a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is

TEMPLE INTERNATIONAL FINE ARTS CONTEMPORARY INC.

ARTICLE II - DURATION

This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

Section 3.01. Purposes. The purposes for which this Corporation is organized are as follows:

To engage in the transaction of any and all business permitted under the laws of the State of Florida and of the United States. Specifically to sell and purchase arts, as well as represent or be

The custodial of other artists arts.

To do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purposes, and to do all things incidental to them or connected with them that are not forbidden by law or by these Articles of Incorporation.

Section 3.02. Powers. The Corporation, subject to any specific written limitations or restrictions imposed by the Corporation Laws of the State of Florida or by these Articles of Incorporation, shall have and exercise the following powers:

a. To have and to exercise all the powers specified under the Florida General Corporation Act.

b. To purchase, transfer, sell, convey, acquire, own, operate, exchange, lease, improve, develop, mortgage, manage and otherwise deal in interests in real and personal property of any nature or kind.

c. To carry out all or part of the purposes stated herein as principal, agent or otherwise, either alone or in association with any other persons firms, associations, or corporations, or, to such extent as a corporation organized under the laws of the State of Florida may or hereafter lawfully do, as a member of, or as the owner or holder of any stock of, or shares or securities or interests in, any general or limited partnership, association, corporation, trust, syndicate, or other firm or entity; and to a like extent in connection therewith, to make, enter into, and perform contracts or deeds with any person, firm, association or corporation or any government or subdivisions, agency or instrumentality thereof.

d. To make any guaranty respecting stocks, dividends, securities, indebtedness, interest, contracts or other obligations created by any domestic or foreign corporation, association, partnership, individual or other entity.

e. Each of the foregoing clauses of this section shall be construed as independent powers, and the matters expressed in each clause shall not, unless otherwise expressly provided, be limited by reference to, or interference from, the terms of any other clause. The enumeration of specific powers shall not be construed as limiting or restricting in any manner either the meaning of general terms used in any of these clauses, or the scope of the general powers of the Corporation created by them; nor shall the expression of one thing in any of these clauses be deemed to exclude another not expressed, although it be of a like nature.

Section 3.03. Conducting Business in Other Jurisdictions. The Corporation may conduct business and otherwise carry on its

purposes and exercise its powers in any state, territory, district or possession of the United States, or in any foreign country, to the extent that these purposes and powers are not forbidden by law of the state, territory, district or possession of the United States, or by the foreign country; and it may limit the purpose or purposes that it proposes to carry out or the powers it proposes to exercise in any application to do business in any state, territory, district or possession of the United States or foreign country.

Section 3.04. Carrying Out Purposes and Powers. The Board of Directors, subject to any specific written limitation or restriction imposed by the Corporation Laws of the State of Florida or by these Articles of Incorporation, shall direct the carrying out of the purposes and exercise the powers of the Corporation without previous authorization or subsequent approval of the shareholders of the Corporation.

ARTICLE IV - CAPITAL STOCK

Section 4.01. Number of Authorized Shares. The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is of five hundred (500)..... shares of common stock, each having the par value of one dollar each. (\$1.00)

Section 4.02. Voting Rights. Such shares of stock may be designated either voting or nonvoting shares before issuance by action of the Board of Directors; provided, however, that unless such designation is specifically made by the Board of Directors, said stock shall be deemed voting.

Section 4.03. Consideration for Stock. Authorized capital stock may be paid for in cash, service or property at a just value to be fixed by the Board of Directors of this Corporation at any regular or special meeting.

Section 4.04. Dividends. The holders of the capital stock of the Corporation shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, property or shares of capital stock.

ARTICLE V - REGULATION OF INTERNAL AFFAIRS

Section 5.01. The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or to adopt new Bylaws shall be vested in the Board of Directors. The Bylaws may contain any provisions for the regulation and management of the Corporation not inconsistent with the Corporation Laws of the State of Florida or of these Articles of Incorporation.

Section 5.02. Transactions with Directors. Any contract or other transaction between the Corporation and any firm, organization or corporation of which one or more of the Directors are members, employees, shareholders, directors, or officers, or in which they have an interest, shall be valid for all purposes, notwithstanding the presence of the interested Director or Directors at the Board of Directors meeting in which the contract or transaction is acted upon or considered, and notwithstanding his or their participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and if the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction and permit the interested Directors to be counted in determining whether a quorum is present and to vote on such authorization or ratification. This section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.

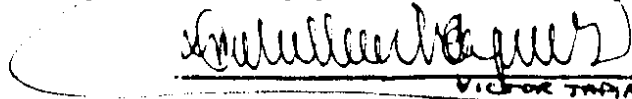
ARTICLE VI - REGISTERED OFFICE AND AGENT

Section 6.01. Registered Office. The address of the initial registered office of the Corporation is 15020 SW 92th Ave. Apt No. A-106 MIAMI, FL. 33174. The principal address shall be the same.

Section 6.02. Registered Agent. Pursuant to Section 48.091 of the Florida Statutes, is VICTOR TAPIAS

VICTOR TAPIAS... as its registered agent, to be at the address of the registered office of this Corporation, to accept service of process for this Corporation and to otherwise comply with all provisions of said Act and all laws pertaining thereto.

ACKNOWLEDGEMENT: Having been named to accept service of process and to serve as registered agent for this Corporation, at the place designated above, I hereby accept such appointment to act in such capacity and agree to comply with all laws pertaining thereto.


(SEAL)
VICTOR TAPIAS

ARTICLE VII - FUNDAMENTAL CHANGES

The affirmative vote or written consent of the holders of percent () of the issued and outstanding shares of capital stock shall be necessary for the following corporate action:

- (a) Merger or consolidation of the Corporation.
- (b) Reduction or increase of the stated capital of the corporation.
- (c) Sale of a major portion of the property or assets of the Corporation.
- (d) Dissolution or liquidation of the Corporation.

ARTICLE VIII - DIRECTORS

This Corporation shall have ONE director initially:

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first. The number of directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one. The Directors need not be residents of the State of Florida or shareholders of the Corporation.

ARTICLE IX - OFFICERS

The initial officer of this Corporation shall be as follows: President...VICTOR TAPIAS VICEPRESIDENT...GERMAN ESCOBAR TREASURER/SECRETARY...GLADYS ESCOBAR. The person named as initial officer shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE X - INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is VICTOR TAPIAS

13020 SW 92th Street Apt.No. A 106 MIAMI, FL 33174

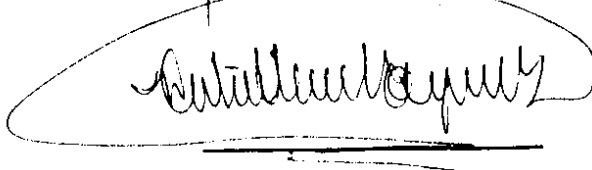
ARTICLE XI - INDEMNIFICATION

This Corporation shall have the authority, acting through its Board of Directors, to advance expenses to or indemnify any officer, employee, agent or director to the full extent permitted by law when said person has incurred expenses or liabilities, in the sole discretion of the Board of Directors for the benefit or on behalf of the Corporation.

ARTICLE XII - AMENDMENT

This Corporation reserves the right to amend any provision of this Articles of Incorporation in the manner provided by law. Any rights conferred upon shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 10 day of MARCH 1995.



FILED
MAR 13 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared VICTOR
TAPIAS the Incorporator herein, who, executed the foregoing Articles
of Incorporation and stated on oath that the contents thereof are
true and correct, this 10 day of March 1995.

my commission expires:

NOTARY PUBLIC

NOTARY PUBLIC
STATE OF FLORIDA
COMMISSION EXPIRES

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.

APPLICATION
FOR
REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 OCT 24 AM 8:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # **P95000027709**

Company Name
TEMPLE INTERNATIONAL FINE ARTS CONTEMPORARY INC

Principal Office Address

13280 SW 82ND AVENUE APT. A-108
MIAMI FL 33174

Mailing Address

13280 SW 82ND AVENUE APT. A-108
MIAMI FL 33174

If above addresses are incorrect in any way, use through incorrect information and enter correction below

2. New Principal Office Address, If Applicable
180 N.E. 40th St.

3. New Mailing Office Address, If Applicable
180 N.E. 40th St.

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State
Miami, FL

City & State
Miami, FL

Zip

33137

Zip

33137

Country

REINSTATEMENT

4. Date Incorporated or Qualified
To Do Business in Florida

04/08/1985

5. FIC Number

65-0647004

Applied For

Not Applicable

6. CERTIFICATE OF STATUS DESIRED ☐

7. Name and Street Address of Each Officer and/or Director (Florida nonprofit corporations must list at least 3 directors)

Officer	Name of Officers and/or Directors	Street Address of Each Officer and/or Director (Do NOT Use Post Office Box Numbers)	City / State / Zip
PD	TAPIAS, VICTOR	C/O 13280 SW 82ND AVENUE A-108	MIAMI FL 33174
VO	ESCOBAR, GERMAN	C/O 13280 SW 82ND AVENUE A-108	MIAMI FL 33174
STD	ESCOBAR, GLADYS	C/O 13280 SW 82ND AVENUE A-108	MIAMI FL 33174

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-10/31/96--01100--004
****150.00 ****150.00

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-10/31/96--01100--005
****225.00 ****225.00

8. Name and Address of Current Registered Agent

TAPIAS, VICTOR
13280 SW 82ND AVENUE APT. A-108
MIAMI FL 33174

9. Name and Address of New Registered Agent

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite, Apt. #, Etc.
City
State
Zip Code

FL

10. I, being appointed the registered agent of the above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S.

Signature of
Registered Agent

Date **Oct. 2, 1996**

REGISTERED AGENT MUST SIGN

11. Does this corporation pay intangible tax to the
Dept. of Revenue under S. 199.032, Florida Statutes. Yes ☒ No ☐

(See other side for information
on intangible tax.)

12. I certify that I am an officer or director of the corporation or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S., that all fines owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(b), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

Victor Tapias

Oct. 2, 1996 (305) 573-9966
Date Daytime Phone #