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July 25, 1995

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

000000011549545333
-07/31/95-010515-008
***122.50 ***122.50

RE: TWC & CGG, INC.

Gentlemen:

I am enclosing two original Articles of Incorporation for filing, as well as a check in the amount of \$122.50, for the following:

Profit Corporation filing fee	\$35.00
Registered Agent designation	35.00
Certified copy	<u>\$2.50</u>
TOTAL	\$122.50

Please return the certified copy to my office. In the event of any questions or problems, please call.

Very truly yours,


THOMAS W. RUGGLES

TWR/kas

Enclosures

SHARON L. TALA AUG -2 1995

ARTICLES OF INCORPORATION
OF
TCW & CGG, INC.

The undersigned incorporator of these Articles of Incorporation, Janet Elizabeth Purcell, a natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I.
Name of Corporation

The name of the corporation shall be:

TCW & CGG, INC.

ARTICLE II.
Nature of Business

The purchase and sale at wholesale and retail of unique gifts and contemporary fine art.

ARTICLE III.
Capital Stock

The maximum number of shares the corporation is authorized to have outstanding at any one time is one hundred (100) shares of Five Dollar (\$5.00) par value all of which shall have the same rights and privileges.

ARTICLE IV.
Initial Capital

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500.00).

ARTICLE V.
Term_of_Existence

This corporation is to exist perpetually.

ARTICLE VI.
Principal_Place_of_Business

The initial street address in this state of the principal office of this corporation is 1012 Osceola Avenue, North, Clearwater, Florida 34615. The corporation may from time to time move the principal office to any other address in Florida, and may establish branch offices at such other places within or without the State of Florida as may be determined and deemed expedient.

ARTICLE VII.
Directors

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The name and address of the initial director of this corporation is:

Janet Elizabeth Purcell
1012 Osceola Avenue, North
Clearwater, Florida 34615

ARTICLE VIII.
Incorporator

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

Janet Elizabeth Purcell
1012 Osceola Avenue, North
Clearwater, Florida 34615

ARTICLE IX.
Designation_of_Registered_Agent

The initial designation of the Registered Office of this corporation shall be 603 Indian Rocks Road, Belleair, Florida 34616 and the Registered Agent shall be THOMAS W. RUGGLES

to accept service of process within this State until changed according to law.

ARTICLE X.
Amendment

These Articles of incorporation may be amended in the manner provided by law. Every amendment shall be approved by the stockholders by a majority of the stock entitled to vote thereon.

ARTICLE XI.
Commencement of Corporate Existence

The date that corporate existence shall begin shall be the date of the filing of these Articles of Incorporation with the State of Florida.

ARTICLE XII.
Pre-emptive Rights

The shareholders of this Corporation shall be entitled to purchase ratably according to their respective holdings, any shares of the Corporation hereinafter issued or any securities exchangeable for or convertible into such shares or any warrants or other instruments evidencing rights or options to subscribe for, purchase or otherwise acquire such shares, but in either case only at such prices and during such period or periods and upon such terms and conditions as may be determined from time to time by the Board of Directors.

IN WITNESS WHEREOF, the incorporator above named, has hereunto set his hand and seal this 19 day of July, 1995.

Janet Elizabeth Purcell
Janet Elizabeth Purcell, Incorporator

ACCEPTANCE OF REGISTERED AGENT

THOMAS W. RUGGLES does hereby accept the designation of Registered Agent and states that he is familiar with, and accepts, the obligations provided for in 607.0501, Florida Statutes.

DATED this 24th day of July, 1995.


THOMAS W. RUGGLES, Registered Agent