

H3110 H0 180 F 30 R018 *

CHAMBOEL

SH : E 113 01 9AV 96

1544-30-1900 13:33 FROM

25 YUS 10 BH 1: 15



ARTICLES OF INCORPORATION

QΕ

GALLERY DES PRINTRES. INC.

95 AUS 10 PH 4: 42 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES I - NAME

The name of the Corporation is Gallery Des Peintres, Inc., Inc.,

ARTICLES II - DURATION

The date when the Corporation's existence shall begin shall be the date of subscription and auknowledgment stated herein if this Certificate of Incorporation or Articles of Incorporation are filed within five days, exclusive of legal holidays, after subscription and acknowledgment hereof, and are subsequently approved by he secretary of State, and all filing fees and taxes are paid; otherwise, it shall be the date when the Articles of Incorporation are filed with the Secretary of State and Approved. This Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of engaging in any activity or business permitted under the laws of the United States of America and Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Hundared Shares of \$ 1.00 Par Value Common stock.

ARTICLE V - PREENPTIVE RIGHTS

After the initial issue of common stock of this Corporation, every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share of the stock of this Corporation (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

Mr. Robert A. Pascal 300 s.W. 7th Avenue Fort Lauderdale, Florida 33312

Fiorida Bar # 883026 (305) 522-4090

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 141 Aragon Avenue, Coral Gables, Florida, 33134, and the name of the initial Registered Agent is Borge Soderberg.

ARTICLE VII - MIRST BOARD OF DIRECTORS

This Corporation's first Board of Directors shall consist of one Director. The number of Directors may be either be decreased or incressed from time to time by the By-Laws, but never shall be less than One. The names and addresses of the initial Board of Directors of this Corporation are:

Borge Soderberg, 2555 Collins Avenue, Miami Beach, Florida, 33140

ARTICLE VIII - CORPORATE ADDRESS

The initial address of this Corporation shall be 141 Aragon Avenue, Coral Gables, Florida 33134.

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

Borge Soderberg, 2555 Collins Avenue, Miami Beach, Florida 33140.

à.

*** ********

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this WHEREOF, [D] Lh Day of August, 1995.

INCORPORATOR

STATE OF FLORIDA:

COUNTY OF BROWARD

BEFORE ME, a Notary Public, authorized to take acknowledgments in the state and county set forth above, personally appeared Dorge Soderberg, who is personally known to me or has produced particles Of Theorem Of 10 459 as identification designating the person who has executed the foregoing Articles of Incorporation. IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the state and county aforesaid this 10 day of August, 1995

My Commission expires:

Notary Public State

OFFICIAL NOTARY SEAL, NEAL SEET TEER NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO CICEZESS

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Gallery Des Peintres, Inc., as designated in the Articles of Incorporation, I, Borge Soderberg, agree to act in this capacity, and agree to comply with the provisions of Section 48.091 relative to keeping open such office.

Date: 10 Aug

STATE OF FLORIDA:

COUNTY OF BROWARD

BEFORE ME, a notary Public, authorized to take acknowledgments in the State of Florida and county set forth above, ME, take personally appeared Borge Soderberg, who is personally known be me or has produced considered this designation as registered Agent of the

194-38-1988 13:34 EROM

aforesaid Corporation.
In WITNESS WHEREOF, I have hereunto set my hand and official sual in the State and County aforesaid, this 10 day of August, 1995.

Notary Public State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
NEAL 3 SEI TER
NEAL 3 SEI TER
NOTARY PURLIC 4TATA (24 M LIRIDA
LIRIUM NO. CC202251
NO. CC202251
MY COMMERCIAN (24 T 24 M A

95 AUS 10 PH 4: 42 SECRETARY OF STATE

P9500006/987

MIAMI, FLOURCE

SUITE 63 5915 PONCE DE LEON BOULEMARD MIAMI, FLORIDA 33146-2477 TELEPHONE (305) 662-1523 FAX (305) 663-1358 Please Reply To: Minmi

February 21, 1996

TAMPA, FLOFFICE

615 DeLeon Street Tampa, Florida 33606-2719 Telephone (813) 251-1770 Fax (813) 254-486

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

DI.

GALLERY DES PEINTRES, INC.

Charter No.: P95000061987

Our File:

16037

Dear Sir/Madam:

9niniumu : 123323359 -02/23/36--11037--006 -++++35.00 - 4++*+35.00

Please be advised that we represent GALLERY DES PEINTRES, INC.

We have enclosed "Articles of Amendment to the Articles of Incorporation" of GALLERY DES PEINTRES, INC. Two Articles have been amended, those being that the name of the corporation has been changed to THE NORDIC GROUP, INC., and the authorized common stock has been increased to three hundred (300) shares of \$1.00 par value. Please file these Articles of Amendment with your office and return a conformed copy in the self addressed stamped envelope.

We have enclosed our check no. 26095, in the amount of \$35.00, dated February 21, 1996, payable to the Sccretary of State in payment of the filing fee.

If you have any questions, please do not hesitate to contact us.

NR Same R96000000886

Very truly yours,

HAYDEN and MILLIKEN, P.A.

Jan M. Kuylenstierna, Esq.

JMK:bc Enclosures h//../16037/com/deptofst.1#2 N/c

VAR FEB 2 / 1996

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



GALLERY DES PEINTRES, INC.

Doc. No. P95000061987

(present name)

Pursuant to the provisions of section 607.1006. Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I - Name

The name of the corporation is The Nordic Group, Inc.

Article IV - Capital Stock

This corporation is authorized to issue three hundred shares of \$1.00 par value common stock.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

The corporation's authorized stock has been increased from one hundred (100) shares of common stock to three hundred (300) shares of common stock.

	The date of each amendment's adoption: February 21, 1996
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
K.	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
O	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
_	, and the state of
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	(B) the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
OR	
(By a director if adopted by the directors)	
	OR
	(By an incorporator if adopted by the incorporators)
	BORJE SODERBERG
	Typed or printed name
	Prosident and Director
	Title

The Nordic Group

Florida Department of State Department of Corporations P. O. Box 6327



Re: Change of Mailing Address

Please be advised that our mailing address has changed.

The new address and phone numbers are as indicated below on our stationery.

Sincerely, The Nordic Group, Inc.

Sven Thorslund, VP

KS 1K