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W of c  
RICHARD I. GILBERT

7025 HERACASA WAY  
SUITE 208  
BOCA RATON, FL 33433  
(407) 395-8331  
FAX: (407) 362-9329

PLEASE REPLY TO  
BOCA RATON  
OFFICE

100 W. CYPRESS CREEK RD.  
SUITE 930  
TRADE CENTRE SOUTH  
FT. LAUDERDALE, FL 33309

EFFECTIVE DATE  
9-5-95

September 5, 1995

SEP 05 1995  
FBI - MIAMI  
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Office of the Secretary of State  
STATE OF FLORIDA  
Division of Corporations  
Post Office Box #6327  
Tallahassee, Florida 32314

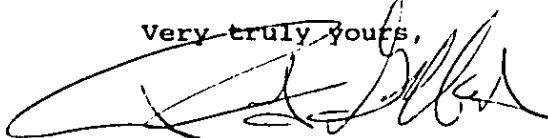
Re: CALIFORNIA FINE ARTS GALLERY, INC.  
Articles of Incorporation  
Our File Number: 378-01

Dear Sir or Madam:

Enclosed please find one (1) original and two (2) copies of the executed Articles of Incorporation for the above-referenced corporation, as well as a check in the amount of SEVENTY DOLLARS AND NO/CENTS (\$70.00) to cover the filing costs therefor. Please return a time-stamped copy of the Articles to the undersigned in the self-addressed, stamped envelope provided for your convenience.

Should you have any questions or comments in connection with the foregoing, please do not hesitate to contact me. Thank you for your prompt attention to this matter.

Very truly yours,



RICHARD I. GILBERT

RIG:egs

Enclosures

1007  
9-12-95

ARTICLES OF INCORPORATION  
OF  
CALIFORNIA FINE ARTS GALLERY, INC.

FILED

95 SEP -8 AM 9:23

EFFECTIVE DATE  
9-29-95

The undersigned, being of legal age, does hereby form a corporation under the laws of the State of Florida, authorizing the formation of corporations.

ARTICLE I: NAME

The name of the Corporation shall be "CALIFORNIA FINE ARTS GALLERY, INC."

ARTICLE II: GENERAL NATURE OF BUSINESS

The purpose for which the Corporation is organized is to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III: CAPITAL STOCK

The capital stock of the Corporation shall be Five Hundred (500) shares at one dollar (\$1.00) par value.

ARTICLE IV: CORPORATE EXISTENCE

Corporate existence shall begin at the time of subscription and acknowledgment of these Articles, except that in the event these Articles are not filed with the Department of State within five (5) days, exclusive of legal holidays, after subscription and acknowledgment hereof, corporate existence shall begin when these Articles are filed with the Department of State. The Corporation shall exist perpetually, unless sooner dissolved according to law.

ARTICLE V: REGISTERED OFFICE AND AGENT

The street address of the office of the initial registered agent of the Corporation is:

JANET SWAHN, President  
140 Glades Road  
Boca Raton, Florida 33432

and the name of the registered agent of this Corporation at said address is: Janet Swahn.

ARTICLE VI: PRINCIPAL PLACE OF BUSINESS

The principal place of business of said Corporation shall be at:

140 Glades Road  
Boca Raton, Florida 33432

The Corporation shall have the privilege of having branch offices at other places within or without the State of Florida.

ARTICLE VII: SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber, and the number of shares of stock subscribed are:

| NAME        | ADDRESS                                      | SHARES |
|-------------|--|--------|
| JANET SWAHN | 140 Glades Road<br>Boca Raton, Florida 33432 | 100    |

The stockholders agree to pay not less than par value for each share of stock.

The proceeds of the stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE VIII: AMENDMENT

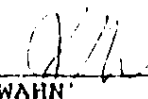
The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute.

The Directors of the Corporation shall have the power to make or amend the Bylaws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subject to the payment of the corporate debts to any extent whatever. The Corporation shall have a first lien on the shares of its members and upon the dividends due to them for any indebtedness of such members of the Corporation.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation authorized to do business within and without the State of Florida, does hereby make and file these Articles of Incorporation declaring and certifying that the facts herein stated

are true and correct, and hereunto sets her hand this 5<sup>th</sup> day of September, 1995.


  
\_\_\_\_\_  
JANET SWAHN

STATE OF FLORIDA )  
COUNTY OF Palm Beach ) SS.:

I HEREBY CERTIFY that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared JANET SWAHN, party to the foregoing Articles of Incorporation, who is known to me or has produced \_\_\_\_\_ as identification, and I have first made known to her the contents of said Articles; she acknowledged that she signed, sealed and delivered same as her voluntary act and deed, and deposed that the facts therein stated were truly set forth.

WITNESS my hand and official seal this 5 day of September, 1995.



  
\_\_\_\_\_  
NOTARY PUBLIC  
RICHARD GILBERT  
Printed Name  
My Commission Expires:

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR SERVICE OF PROCESS WITHIN THE STATE  
AND NAMING AGENT UPON WHOM PROCESS BY BE SERVED**

In compliance with the requirements of Chapter 48.091, Fla. Stat., the following is submitted:

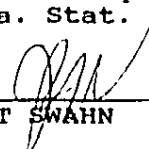
**CALIFORNIA FINE ARTS GALLERY, INC.**

organized and existing under the laws of the State of Florida, with its initial registered office, as indicated in the foregoing Articles of Incorporation, in the City of Boca Raton, County of Palm Beach, State of Florida, has named JANET SWAHN of 140 Glades Road, Boca Raton, Florida 33432, as its agent to accept service of process within this State.

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the above-named Corporation at the place designated in this Certificate, I, the undersigned, am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation, and I further agree to act in said capacity and comply with the provisions of Section 48.091, Fla. Stat.

Dated: 9/5/95

  
\_\_\_\_\_  
JANET SWAHN

FILED  
95 SEP -8 AM 9:23  
STATE OF FLORIDA  
CLERK OF COURT