

P960000004325

**BENSON, MOYLE & CHAMBERS**

ATTORNEYS AT LAW  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
NATIONSBANK TOWER

ONE FINANCIAL PLAZA, SUITE 1600  
100 SOUTH EAST THIRD AVENUE  
FORT LAUDERDALE, FLORIDA 33304-1007

WILLIAM H. BENSON, P.A.  
BERNARD T. MOYLE, P.A.  
STEWART P. CHAMBERS, P.A.  
MARK B. MUCCI

KAREN E. KIRSTEIN  
HOPE L. PLEVY  
EVAN B. PLOTKA  
LEE A. WEINTRAUB

MARSHALL J. COOPER, P.A., OF COUNSEL

BROWARD (305) 524-8800  
DADE (305) 524-3311  
PALM BEACH (407) 234-4555  
FACSIMILE (305) 463-8883

January 10, 1996

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

700001687147  
-01/11/96--01083--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Incorporation of EPOCH GALLERY, INC.

EFFECTIVE DATE

Dear Secretary of State:

1-10-96

Please find enclosed the original and one copy of the Articles of Incorporation to be filed with your office along with our check in the amount of \$70.00 representing the filing fee regarding:

**EPOCH GALLERY, INC.**

Please return a stamped copy of the Articles of Incorporation to our office via the enclosed Federal Express Bill and envelope.

Thank you for your cooperation in this regard.

Very truly yours,

BENSON, MOYLE & CHAMBERS

Bernard T. Moyle / loc

Bernard T. Moyle, Esq.  
For the Firm

BTM/loc

DMC  
1-12-96

FILED  
96 JAN 11 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
EPOCH GALLERY, INC.**

**FILED**  
96 JAN 11 PM 4:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
EFFECTIVE DATE  
1-10-96

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of the corporation is EPOCH GALLERY, INC., whose principal place of business is 1865 SW 4th Avenue, D-2, Delray Beach, Florida 33444.

**ARTICLE II**

The period of duration of the corporation is perpetual.

**ARTICLE III**

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE IV**

The corporation shall have the authority to issue one thousand (1,000) shares, all of one class of Capital Stock, with a par value of \$1.00 per share.

**ARTICLE V**

The address of its initial registered office is One Financial Plaza, NationsBank Tower, Suite 1600, Ft. Lauderdale, Florida 33394 and the name of its initial registered agent at said address is Bernard T. Moyle, Esquire.

#### **ARTICLE VI**

The number of directors constituting its initial Board of Directors is one (1), whose name and address is:

Brenda Jean Lusher, 1625 NE 17th Terrace, Ft. Lauderdale, Florida 33305

#### **ARTICLE VII**

The name and address of the incorporator is:

Bernard T. Moyle, Esq.

NationsBank Tower  
One Financial Plaza  
Suite 1600  
Ft. Lauderdale, Fl. 33394

#### **ARTICLE VIII**

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a two-thirds vote of the common stock.

#### **ARTICLE IX**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

#### **ARTICLE X**

The holders of the common stock of this corporation shall have preemptive right to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

## ARTICLE XI

Pursuant to Florida Statute Section 607.0203., the effective date of the commencement of corporate existence is the 10th day of January, 1996 which is the date of subscription and acknowledgment of the Articles of Incorporation. Said Articles of Incorporation are to be filed within five days after such date.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Ft. Lauderdale, Florida, on the 10th day of January, 1996.

  
Bernard T. Moyle, Esq.

STATE OF FLORIDA

COUNTY OF BROWARD

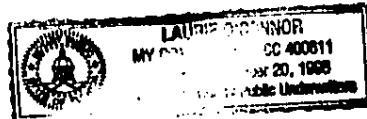
BEFORE ME, the undersigned authority personally appeared Bernard T. Moyle, Esq. who is to me well known to be the person described in and who subscribed to the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Ft. Lauderdale, in said County and State this 10th day of January, 1996.

  
Notary Public, State of Florida

Printed Name: Laurie O'Connor

My Commission Expires:



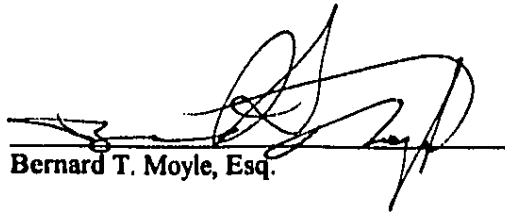
**FILED**  
**ACKNOWLEDGMENT OF REGISTERED AGENT** 96 JAN 11 PM 4:41

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

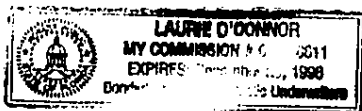
STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, the undersigned authority personally appeared Bernard T. Moyle, Esq. who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he has authorized said corporation to name him as its initial Registered Agent for the purposes mentioned and set forth in Article V. He did further agree to comply with the provisions of Section 607.0505 Florida Statute (1993) all statutes relating to the proper and complete performance of his duties, and he is familiar with and accepts the obligations of his position as Registered Agent.

  
Bernard T. Moyle, Esq.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Lauderdale, in said County and State this 10th day of January, 1996.



  
Notary Public, State of Florida

Printed Name: Laurie O'Connor

My Commission Expires:

# P96000004325

Requestor's Name

Address

HOWARD (854) 844-6800  
DADE (305) 944-2311  
PALM BEACH (407) 734-4855  
FAX (854) 463-6863

Office Use Only

IBER(S), (if known):

C/

MARK J. LOTENSTEIN  
ATTORNEY AT LAW

1. BENSON, MOYLE & CHAMBERS  
NATIONS BANK TOWER  
ONE FINANCIAL PLAZA, SUITE 1800  
FORT LAUDERDALE, FLORIDA 33384-1887
- 2.

Document #

Document #

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

☐ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

FILED  
97 OCT -1 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

600002308676--6  
-10/01/97--01063--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Mr. Lotenstein authorized  
to add titles to name

Amend  
10-3-97

Examiner's Initials

LFF

FILED

97 OCT -1 PM 1:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT**

Pursuant to the provisions of section 607.1006, Florida Statutes, the following provision of the Articles of Incorporation of EPOCH GALLERY, INC., a Florida corporation, (Document #P96000004325), filed in Tallahassee, Florida on the 10th day of January, 1996, be and are hereby amended:

ARTICLE V, be and is hereby amended to read "The number of directors constituting the Board of Directors is one (1) whose name and address is:  
/President, Secretary, Treasurer  
Barry Greer, 1865 SW 4th Ave. #D-2, Delray Beach, FL 33444".

ARTICLE XII, be and hereby is added and shall read "The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law."

The foregoing amendments were adopted by the sole Stockholder and Director of the Corporation on the 18 day of September, 1997.

IN WITNESS WHEREOF, the undersigned Secretary of this Corporation has executed this Article of Amendment this 18 day of September, 1997.

EPOCH GALLERY, INC.

By [Signature]  
Corporate Secretary, Barry Greer

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority personally appeared BARRY GREER (✓) who is personally known to me or ( ) who produced \_\_\_\_\_ as identification and known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instrument for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18 day of Sept, 1997.

[Signature]  
Notary Public, State of Florida



"OFFICIAL SEAL"  
David Michaelson  
My Commission Expires 8/14/99  
Commission #CC 488492

My Commission Expires: