

2/27/96

FLORIDA DIVISION OF CORPORATIONS

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DEPARTMENT OF STATE

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STATE OF FLORIDA

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SANTAYANA GALLERY, INC.

FAX AUDIT NUMBER: H96000002775

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/27/1996

TIME REQUESTED: 14:51:00

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
OF  
SANTAYANA GALLERY, INC.

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95 FEB 27 PM 4: 57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is Santayana Gallery, Inc..

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States of America, and of this State.

ARTICLE III. CAPITAL STOCK

The total number of shares of capital common stock authorized to be issued by the Corporation will be one thousand (1000) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of common stock will entitle the holder thereof to one (1) vote at any meeting of stockholders.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V. ADDRESS

The street address of the initial registered office and corporate office of this corporation is 260 Crandon Boulevard, Unit 49, Key Biscayne, Florida 33149 and the name of the initial registered agent of this corporation at that address is RODOLFO SANTAYANA.

The Board of Directors may from time to time move the principal office to any other address in Florida.

Roy R. Lustig, PA.  
2600 Douglas Rd. #911  
Coral Gables FL 33134  
FLA. Bar No. 280070

SECRET

**Rodolfo Santayana**  
**260 Crandon Boulevard**  
**Unit 49**  
**Key Biscayne, Florida 33149**

## ARTICLE VII. SUBSCRIBERS

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27 day of February, 1996.

*Rodolfo Santayana*  
 RODOLFO SANTAYANA

*Maria Luisa Santayana*  
MARIA LUISA SANTAYANA

STATE OF FLORIDA )  
COUNTY OF DADE ) ss.

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the State and County named to take acknowledgments, personally appeared RODOLFO SANTAYANA and MARIA LUISA SANTAYANA, to be known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal this 2nd day of February, 1996.

Official records filed \_\_\_\_\_ day of February 1996.  
Notary Public, State of Florida at Large  
My Commission Expires: 4-24-1996

*[Circular Notary Seal: NOTARY PUBLIC, STATE OF FLORIDA, JAMES A. SANTAYANA, APRIL 24, 1996, NO. 104273]*

SLC00000944

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

**FIRST** - that **SANTAYANA GALLERY, INC.**, desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Miami, County of Dade, State of Florida, has named **RODOLFO SANTAYANA** as its agent to accept service of process within the State.

STATE OF FLORIDA       )  
                                  )SS.  
COUNTY OF DADE       )

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said business.

By: Rodolfo Santayana  
          RODOLFO SANTAYANA

c:\SanGal.Air

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SECRETARY OF STATE

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