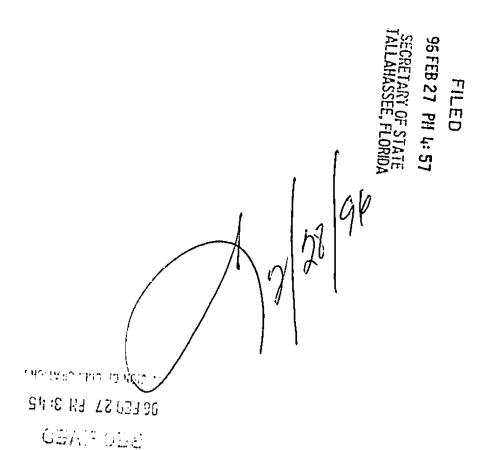
2/27/96 FLORIDA DIVIBION OF CORPORATIONS PUBLIC ACCESS SYS (((H960Q ELECTRONIC FIL TO: 0000 RAY STORMONT FAXI PHONE: (305) 541-3694 FAX: (305) 541-3770 96000002775))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A. NAME: SANTAYANA GALLERY, INC. FAX AUDIT NUMBER: H98000002775 CURRENT STATUS: REQUESTED DATE REQUESTED: 02/27/1996 TIME REQUESTED: 14:51:00 CERTIFICATE OF STATUS: 0 CERTIFIED COPIES: 1 NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: U72450003255 Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations, Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document. (((H90000002775))) \*\* ENTER 'M' FOR MENU. \*\* ENTER SELECTION AND (CR): Help F1 Option Monu F2 NUM CAPS Connect: 00:09:1



# ARTICLES OF INCORPORATION

OF

# SANTAYANA GALLERY, INC.

95 FEB 27 PH 4: 57
SECRETARY OF STEE
TALLAHASSEE, FLORDA

The undersigned subscriber to these Articles of Incorporation, a natural person 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. Lustia, P.A. 2600 Douglas Rd. #911 Coroll Gables Fl 33134 Fla. Bar No. 280070

P. 19

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# ARTICLE VI. DIRECTORS

This corporation shall initially have two directors. The number of directors may be either increased or diminished form time to time by the by-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

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

## ARTICLE VII. SUBSCRIBERS

The name and street address of each person signing these Articles of Incorporation as a subscriber is: 260 Crandon Boulevard, Unit 49, Key Biscayne, Florida 33149.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 20 day of February, 1996.

STATE OF FLORIDA

)SS.

COUNTY OF DADE

I HEREBY CERTIFY that on this day before me, a Notary Public authorized in the Sate 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 realistics and day of February 1

NY PUBLIC, STATE OF FLORIDA AT LARG

# 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 Mismi, County of Dade, State of Florida, has named RODOLFO SANTAYANA as its exent to accept service of process within the State.

STATE OF FLORIDA

, )SS.

COUNTY OF DADE

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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: Xorland artage

c:\/SanCal.Art

FILED