

LAW OFFICES

**JAMES R. MEROLA, P.A.**

11380 PROSPERITY FARMS ROAD, SUITE 204  
PALM BEACH GARDENS, FLORIDA 33410

TELEPHONE (407) 622-1433 • FACSIMILE (407) 622-5531

*P9600030594*

Secretary of State  
Division of Corporations  
Capitol Building  
Tallahassee, Florida 32304

600001765916  
-04/02/96--01017--020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Art de Tico of Florida, Inc.  
Our File No. 2207.01

Gentlemen:

Enclosed herewith please find an original and one (1) copy of Articles of Incorporation in the above-referenced matter, together with our firm check in the amount of \$70.00 representing your filing fees.

Kindly file the original and return the conformed copy to us in the enclosed, self-addressed, stamped envelope, for our records.

If you have any questions concerning the enclosed, please do not hesitate to call.

Very truly yours,

*Carolyn E. Moore*  
Carolyn E. Moore  
Secretary

cm  
Enclosures  
cc: Mr. Kenneth Frankel

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR - 1 PM 3:18

*[Signature]* 4/9

ARTICLES OF INCORPORATION  
OF  
ART de TICO OF FLORIDA, INC.

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 APR - 1 PM 3:18

The undersigned hereby makes, subscribes, acknowledges, and files these Articles of Incorporation for the purpose of forming a corporation under the Laws of the State of Florida.

ARTICLE I  
NAME AND ADDRESS

The name of the Corporation shall be ART de TICO OF FLORIDA, INC., and the principal place of business shall be 256 Worth Avenue, Palm Beach, Florida, 33480.

ARTICLE II  
DURATION

This Corporation shall exist in perpetuity.

ARTICLE III  
PURPOSE

The Corporation is organized for the purpose of engaging in any activity or business permitted under the Laws of the State of Florida or of the United States of America.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) Shares of Capital Stock with a par value of One and No/100 (\$1.00) Dollars per Share.

ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT

The street address in this State of the initial registered office of the Corporation is Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida, 33410, and the name of the initial Registered Agent is JAMES R. MEROLA.

ARTICLE VI  
INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of Directors may be increased or decreased from time to time by the By-Laws but

shall never be less than one (1) nor more than nine (9). The name and address of the initial Director is:

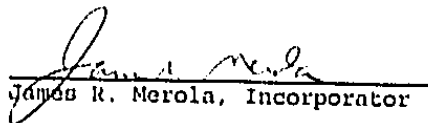
KENNETH FRANKEL  
256 Worth Avenue  
Palm Beach, Florida 33480

ARTICLE VII  
INCORPORATOR

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

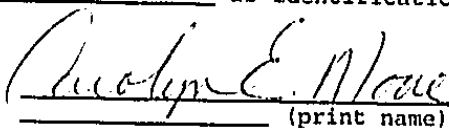
JAMES R. MEROLA  
Suite 204  
11380 Prosperity Farms Road  
Palm Beach Gardens, Florida 33410

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 27th day of March, 1996.

  
James R. Merola, Incorporator

STATE OF FLORIDA     )  
COUNTY OF PALM BEACH )

The foregoing instrument was acknowledged before me this 27th day of March, 1996, by JAMES R. MEROLA, who is personally known to me or who has produced \_\_\_\_\_ as identification.

  
(print name)

Notary Public, State of Florida  
My Commission Expires:



CAROLYN E. MOORE  
MY COMMISSION # 00342429 EXPIRES  
February 13, 1998  
BONDED TRULY TRUST INSURANCE, INC.

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

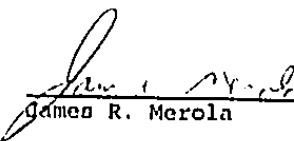
96 APR -1  
DIVISION OF CORPORATIONS  
FILED  
STATE

In pursuance of Chapter 48.091, Florida Statutes, the following has  
submitted in compliance with said Act:

THAT, ART de TICO OF FLORIDA, INC., desiring to organize under the laws of  
the State of Florida, with its principal offices as indicated in the Articles of  
Incorporation, at Palm Beach County, Florida, has named: JAMES R. MEROLA, Suite  
204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida, 33410, as its  
Agent to accept service of process within the State.

ACKNOWLEDGMENT

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

  
James R. Merola

1201 HAYS STREET

800-342-8086

P 96 000030594



PREVIER HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 154882 129153A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
NOV 14 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : November 14, 1996

ORDER TIME : 9:51 AM

ORDER NO. : 154882-005

CUSTOMER NO: 129153A

300002004619--0  
-11/14/96--01054--024  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

CUSTOMER: Carolyn E. Moore, Legal Asst  
James R. Merola, P.a.  
Suite 204  
11380 Prosperity Farms Road  
Palm Beach Grds, FL 33410

DOMESTIC AMENDMENT FILING

NAME: ART DE TICO OF FLORIDA, INC.

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT  
☐ RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☒ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

RECEIVED  
NOV 14 AM 10:54  
DIVISION OF CORPORATION

*Amendment*  
*W. Charles Earnest*  
*Chambers*

*11/14/96*  
*DC*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

ART de TICO OF FLORIDA, INC.

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(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 and Address - shall be amended to read as follows:

The name of the Corporation shall be HARBOUR GALLERY, INC., and the principal place of business shall be Suite 204, 11380 Prosperity Farms Road, Palm Beach Gardens, Florida, 33410.

**FILED**  
96 NOV 14 PM 12:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

N/A

**THIRD:** The date of each amendment's adoption: November 12, 1996.

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

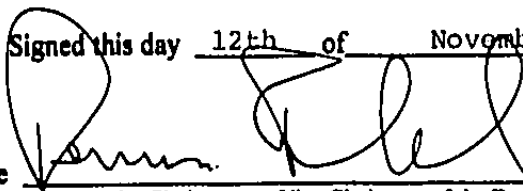
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_,"  
voting group

- ☒ 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.

Signed this day 12th of November, 19 96.

Signature

  
(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)

Kenneth Frankel

\_\_\_\_\_  
Typed or printed name

Director

\_\_\_\_\_  
Title