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TO: DIVISION OF CORPORATIONS FROM: ARTE FINO GALLERIA, INC. COMPANY
DEPARTMENT OF STATE 14 FLAGLER STREET
STATE OF FLORIDA SUITE 200
400 MARSH STREET MIAMI, FL 33136-0000000
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((H96000005580)))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ARTE FINO GALERIA, INC.

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TALLAHASSEE, FLORIDA

1096-2520

R. A. Sane

4/22



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

April 22, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: ARTE FIND GALERIA, INC.
REF: W96000008570

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

NOTE!!!! IS THE R.A. NAME BRENDA OR BELINDA? SEE ARTICLE V AND REGISTERED AGENT ACCEPTANCE PAGE.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6936.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000005580.
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ARTICLES OF INCORPORATION
OF
ARTE FINO GALLERY, INC.

The undersigned, acting as incorporator of ARTE FINO GALLERY, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

ARTE FINO GALLERY, INC.

ARTICLE II. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging in the business of wholesale and retail marketing of arts and crafts and may engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV. AUTHORIZED SHARES

The maximum number of shares that the corporation is authorized to have outstanding at any time is 1000 shares of common stock having a par value of \$.01 per share. The consideration to be paid for each share shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services actually performed or to be performed for the benefit of the corporation. Each issued and outstanding stock shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

ARTICLE V. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The street and mailing address of the initial principal office of the corporation is 2630 Oakmont, Ft. Lauderdale, Florida 33332. The name of the corporation's initial Registered Agent is Belinda Acosta de Sosa, whose address is 2630 Oakmont, Ft. Lauderdale, Florida 33332.

Prepared By: John F. Jankowski, Jr.
FIDAR # 833533
1200 S. Pine Island Rd. #220
Plantation, FL 33324
305-370-1026

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ARTICLE VI. INITIAL BOARD OF DIRECTORS AND OFFICERS

The corporation shall have one (2) directors initially. The number of directors may be increased from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

Belinda Acosta de Gonzales

Gabriel Gonzales-Molina

The initial officers are:

President and Secretary- Belinda Acosta de Gonzales

Vice-President- Gabriel Gonzales-Molina

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator is:

Belinda Acosta de Gonzales

2620 Oakmont

Ft. Lauderdale, Florida 33322

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and the shareholders, except that the board of directors may not amend or repeal any bylaw adopted by the shareholders if the shareholders specifically provide that the bylaw is not subject to amendment or repeal by the directors.

ARTICLE IX. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on shareholders are subject to this reservation. These Articles may be amended prior to the issuance of shares of the corporation by the unanimous approval or consent of the board of directors. Thereafter, every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting

by the holders of a majority of the shares entitled to vote on the matter or in such other manner as may be provided by law.

ARTICLE X. PREEMPTIVE RIGHTS

Each shareholder of the Corporation shall have the right, upon the sale for cash or otherwise, of any new stock of the Corporation or of any stock of the Corporation held by it in its treasury or otherwise, of the same or any other kind, class or series as that which each existing shareholder already holds, to purchase his/her pro rata or any other share of such stock at the same price at which it is offered to others or any other price.

ARTICLE XI. INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of April, 1996.

Belinda Acosta de Gonzalez
Incorporator
Belinda Acosta de Gonzalez

STATE OF FLORIDA)
COUNTY OF BROWARD) ss:

The foregoing instrument was acknowledged before me this 19th day of April, 1996, by Belinda Acosta de Gonzalez, to me well known to be the person who executed the foregoing articles and who did take an oath and is personally known to me or has produced FL. Drivers License as identification.



JOHN F. JANIKOWSKI JR.
My Commission Expires
September 08, 1998
Bonded by MHA
800-422-1985

John F. Janikowski
Notary Public, State of Florida
Print Name: JOHN F. JANIKOWSKI
My commission expires:

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APR-19-1996 17:55

P.20

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for ARTE FINO GALERIA, INC. in the foregoing Articles of Incorporation, I, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of Registered Agent of which I am familiar.

BY: Belinda Acosta

Belinda Acosta de Gonzalez

This document prepared by:
Law offices of John F. Jankowski, Jr., Esq.
Cornerstone One-Suite 220
1200 South Pine Island Road
Plantation, Florida 33324-4402
(305) 370-1026

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TALLAHASSEE, FLORIDA

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