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BERGER & DAVIS, P.A.
ATTORNEYS AT LAW

FILED
96 AUG 14 AM 11:53
TALLAHASSEE, FLORIDA

August 13, 1996

VIA OVERNIGHT DELIVERY

Ms. Elizabeth Moss
Berger & Davis, P.A.
215 S. Monroe Street, #804
Tallahassee, Florida 32301

RECEIVED
AUG 14 1996
TALLAHASSEE, FLORIDA

Re: West Palm International Art Center Inc.
Our File No. 4092.001

Dear Elizabeth:

Enclosed are duplicate copies of Articles of Incorporation for the above-referenced corporation and check in the amount of \$122.50. Also enclosed is a copy of our name reservation.

Please file same upon receipt and return a certified copy of the Articles to me via overnight delivery. In addition, please fax a copy of the filed Articles to me upon receipt.

Thank you for your assistance.

Sincerely,

BERGER & DAVIS, P.A.

Robin L. Goldston
Robin L. Goldston
Legal Assistant

RECEIVED
96 AUG 14 AM 10:19
DIVISION OF CORPORATION

cc: Mr. Richard Riverin (w/enc.)
Christine A. Butler, Esq.

CHU 1/1/01
Kidney

D. BROWN AUG 14 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 9, 1996

BERGER & DAVIS

The name WEST PALM BEACH INTERNATIONAL ART CENTER INC. has been reserved for 120 days beginning August 9, 1996. The reservation number is R96000003811 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Judy Eure

Letter number: 396A00038037

**ARTICLES OF INCORPORATION
OF
WEST PALM BEACH INTERNATIONAL ART CENTER INC.
A FLORIDA CORPORATION**

FILED
96 AUG 14 11:11:50
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Florida corporation ("Corporation") under the Florida General Corporation Act, Chapter 607 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is West Palm Beach International Art Center Inc.

ARTICLE II

ADDRESS

The mailing address of the Corporation is:

Shoppes on the Green
at the PGA National Center
7100-52-54 Fairway Drive
Palm Beach Garden, FL 33418

ARTICLE III

COMMENCEMENT OF CORPORATE EXISTENCE

The corporate existence shall begin on the date these Articles of Incorporation are filed with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE V

CAPITAL STOCK

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 100 N.E. 3rd Avenue, Suite 400, Fort Lauderdale, Florida, 33301, and the name of the initial Registered Agent of the Corporation at that address is Christine Butler.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of shareholders and his successors shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial director of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
RICHARD RIVERIN	Galerie Richard Riverin Ltée 56 De L'Escaut Chomedey (Laval) Quebec, Canada H7W 5H9

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
CHRISTINE A. BUTLER	100 N.E. 3rd Avenue, #400 Fort Lauderdale, FL 33301

ARTICLE IX

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13th day of August, 1996.

Christine A. Butler
CHRISTINE A. BUTLER
Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

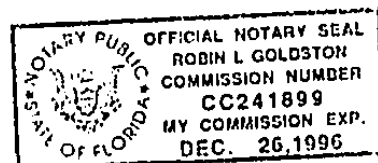
Sworn to and subscribed before me this 13th day of August, 1996, by CHRISTINE A. BUTLER.

(X) Personally known to me; or

() Produced Identification; Type of Identification produced

NOTARY PUBLIC:

Sign: Robin L. Goldston
Print Name: Robin L. Goldston
Commission No.: CC241899
My Commission Expires: 12/26/96



ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of WEST PALM BEACH INTERNATIONAL ART CENTER INC., as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of PALM BEACH INTERNATIONAL ART CENTER INC.

Date: 8/13/96


CHRISTINE A. BUTLER
Initial Registered Agent

FILED
56 AUG 14 AM 11:52
CLERK OF STATE
TALLAHASSEE, FLORIDA