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OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	AUG 2 2 1996 BSB
	J. J	Examiner's Initials

ARTICLES OF INCORPORATION

OF

96 AUG 20 AM 11:52 SECRE PARY UF STATE TALLAHASSEE, FLORIDA

GALLERY III. INC.

The undersigned, for the purpose of forming a Corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME:

The name of this Corporation is GALLERY III, INC. The principal place of business of this corporation shall be:

204 NE 1 Avenue Hallandale, FL 33009

ARTICLE II

NATURE OF BUSINESS:

This Corporation may engage in any activity of business permitted under the laws of the United States of America and/or of the State of Florida.

ARTICLE III

CAPITAL STOCK:

This Corporation is authorized to issue one hundred (100) shares of stock, with a par value of One (1.00) Dollar.

ARTICLE IV

TERM OF EXISTENCE:

This Corporation is to exist perpetually.

ARTICLE V

PRE-EMPTIVE RIGHTS:

Every shareholder, upon the sale of any new stock of this Corporation of the same kind or class as that which he already holds, shall have the right to purchase his pro rata share thereof at a price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT:

The street address of the initial registered office of this Corporation is 204 NE 1 Avenue, Hallandale, FL 33009. The name of the initial registered agent of this Corporation at that address is JOYCE L. BAUMAN.

ARTICLE VII

DIRECTORS:

The business of this Corporation shall be managed by the Shareholders of this Corporation, and such Shareholders shall be deemed Directors of the Corporation. The name and address of the initial Shareholder and Director is:

JOYCE L. BAUMAN 204 NE 1 Avenue Hallandale, FL 33009

ARTICLE VIII

SUBSCRIBERS:

The name and street address of the person executing these Articles of Incorporation as subscriber is:

JOYCE BAUMAN 204 NE 1 Avenue Hallandale, FL 33009

ARTICLE IX

PO	WI	R	5
		44.	

This Corporation shall have all of the powers enumerated for Corporations under the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on the 13 4 day of August, 1996.

JØYCE L. BAUMAN

STATE OF FLORIDA COUNTY OF BROWARD

The foregoing instrument was sworn to and subscribed before me by JOYCE L. BAUMAN, this /3 day of August, 1996, who:

() is/are personally known to me;

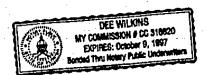
(p) produced current Florida Driver's License(s) as identification

() produced ______ as identification

SIGNATURE OF NOTARY

PRINTED NAME OF NOTARY

COMMISSION NO.:
MY COMMISSION EXPIRES:



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

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

GALLERY III, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PLACE OF BUSINESS AT STATE OF FLORIDA HAS NAMED JOYCE L, BAUMAN LOCATED AT 204 NE 1 STREET, CITY OF HALLANDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITH FLORIDA.

BY: Baumes, President
DATED: 8 13 96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ADOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

By Ly of J. Burner Reg. Agent Joyce L. BAUMAN, REGISTERED AGENT

DATED:_