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LAW OFFICES OF
DENNIS J. MCGLOTHIN, P.A. FILED

727 NORTHEAST THIRD AVENUE
FIRST FLOOR

FORT LAUDERDALE, FLORIDA 33304-2645

96 OCT 24 PM 2:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(904) 766-2998

(904) 766-2998

October 19, 1996

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

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Re: Regency Galleries Internationale', Inc.

Dear Sir/Madam:

Enclosed, with reference to the above, please find an original and one (1) copy of the Articles of Incorporation of Regency Galleries Internationale', Inc. and a check in the amount of \$122.50.

Please file the original Articles of Incorporation and return a certified copy in the envelope provided. If additional information is needed, please do not hesitate to contact me.

Very truly yours,


Dennis J. McGlothin

Encls.

PH
10/25/96

ARTICLES OF INCORPORATION

OF

Regency Galleries Internationale, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purposes of organizing a corporation under the Florida General Corporation Act.

ARTICLE I - NAME OF CORPORATION

The name of this Corporation shall be:

Regency Galleries Internationale, Inc.

ARTICLE II - PURPOSE

The general purpose for which this Corporation is organized is to engage in any lawful activity or to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III - AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 7500 shares of common stock, having a par value of One Dollar (\$1.00) per share.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE V - REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of this Corporation in the State of Florida is:

**727 Northeast Third Avenue
First Floor
Fort Lauderdale, FL 33304**

and the initial registered agent shall be:

Dennis J. McGlothlin

The address of the initial principal office shall be:

**633 Flamingo Drive
Fort Lauderdale, FL 33301**

ARTICLE VI - NUMBER OF DIRECTORS

The Corporation shall have a Board of Directors composed of the number of Directors determined in accordance with the provisions of the Bylaws.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is Three (3); and the name and address of the initial member of the Board of Directors is:

**Lenny Jacobson
633 Flamingo Drive
Fort Lauderdale, FL 33301**

**Barbara E. Jacobson
6745 Largo Vista Terrace
Boca Raton, FL 33433**

**Julie M. Jacobson
6745 Largo Vista Terrace
Fort Lauderdale, FL 33301**

ARTICLE VIII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation is/are:

**Dennis J. McGlothlin
727 Northeast Third Avenue
First Floor
Fort Lauderdale, FL 33304**

WHEREFORE, I have hereunto set my hand and seal this 22 day of ~~September~~ October, 1996.


DENNIS J. McGLOTHLIN

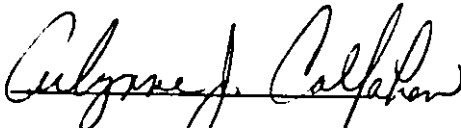
STATE OF FLORIDA)
 : SS
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared **Dennis J. McGlothlin**, to me known to be the person described as Incorporator or who has produced his Driver's License as identification and who did not take an oath; and who executed the foregoing Article of Incorporation and acknowledged she executed them for the purposes set forth therein.

Witness my hand and official seal in the County and State named above this 22 day of ~~September~~ October, 1996.

NOTARY PUBLIC:

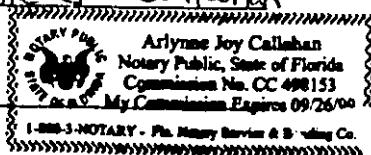
Signature:



Name (Typed or Printed):

Arlynn J. Callahan

My Commission Expires:



SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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THE UNDERSIGNED, named as the registered agent in Article V of these Articles of Incorporation, hereby accepts the appointment of such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida General Corporation Act, including specifically Section 607.325.


DENNIS J. McGLOTHLIN