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LAW OFFICE OF  
POSESS & WALSER, P.A.  
7015 BERACASA WAY, SUITE 201  
(CORNER OF PALMETTO PARK & POWERLINE RDS.)  
BOCA RATON, FLORIDA 33433  
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TAX & ESTATE PLANNING DEPARTMENT  
THOMAS C. WALSER, LL.M.-ESTATE PLANNING  
CARYN J. CLAYMAN, LL.M.-TAXATION  
PETER HOWLEY, ACCOUNTANT

REAL ESTATE DEPARTMENT  
CHARLES F. POSESS  
DOUGLAS R. NEU  
MONA S. WEISS  
GISELE E. ASMAR

January 7, 1997

Secretary of State of Florida  
Corporation Division  
P.O. Box 6327  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: MINERAL GALLERY, CO.

500002051155--1  
-01/08/97--01101--011  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir:

Enclosed please find the original Articles of Incorporation to be filed for the above-referenced corporation.

Also enclosed is a check for \$122.50 covering the filing fees and costs as follows:

Filing Certificate of Incorporation .....	\$35.00
One (1) Certified Copy .....	52.50
Designation of Registered Agent .....	<u>35.00</u>
Total .....	<u>\$122.50</u>

FILED  
97 JAN -8 AM 9:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please return your confirmation letter regarding the incorporation and filing of this company to my office in the enclosed stamped self-addressed envelope.

Dmc  
1/15-97

Sincerely,

Thomas C. Walser

Thomas C. Walser

TCW:jl

cc: Ivan J. Kotzig  
Roman T. Guhr

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
OF  
MINERAL GALLERY, CO.

**FILED**  
97 JAN -8 AM 9: 50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s) of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is **MINERAL GALLERY, CO.** The principal office and mailing address is 301 W. Camino Garden Blvd., Boca Raton, FL 33432.

**ARTICLE II**

This corporation is to exist perpetually.

**ARTICLE III**

The purpose for which the corporation is organized is to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida General Corporation Act.

**ARTICLE IV**

The aggregate number of shares which the corporation shall have authority to issue is 100 Common Shares at \$1.00 par value.

#### ARTICLE V

Provisions granting preemptive rights are: The holders of common shares shall, upon the issue or sale of shares of stock, any class (whether now or hereafter authorized), have the right, during such period of time and on such conditions the Board of Directors shall prescribe, to subscribe to and purchase such shares in proportion to their respective holdings of common shares, at such price or prices as the Board of Directors may, from time to time, fix and as may be permitted by law.

#### ARTICLE VI

Provisions for the regulation of the internal affairs of the corporation are:  
None.

#### ARTICLE VII

The street address of the initial registered office of the corporation is 7015 Beracasa Way, Suite 201, Boca Raton, FL 33433, and the name of its initial registered agent at such address is Thomas C. Walser, Esq..

#### ARTICLE VIII

The number of directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as Directors until the first annual meeting of shareholders or until their successor(s) are elected and shall qualify are:

NAME

Ivan J. Kotzig

ADDRESS(ES)

301 W. Camino Garden Blvd.,  
Boca Raton, FL. 33432

Roman T. Guhr

301 W. Camino Garden Blvd.,  
Boca Raton, FL. 33432

ARTICLE IX

The name and address of each incorporator is:

NAME(S)

Thomas C. Walser, Esq.

ADDRESS(ES)

7015 Beracasa Way, Suite 201  
Boca Raton, FL 33433

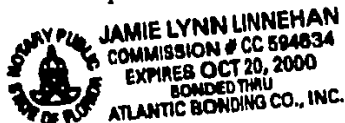
DATED this 7<sup>th</sup> day of January, 1997.

Thomas C. Walser  
Thomas C. Walser, Esq., Incorporator

STATE OF FLORIDA            )  
                                          )ss:  
COUNTY OF PALM BEACH    )

The foregoing instrument was acknowledged before me, this 7<sup>th</sup> day of January, 1997, by Thomas C. Walser, Esq. who is personally known to me, or who has produced/a \_\_\_\_\_ as identification.

My Commission Expires:

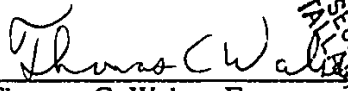


Jamie Lynn Linnehan  
Notary Public

JAMIE LYNN LINNEHAN

CONSENT OF REGISTERED AGENT

I, Thomas C. Walser, Esq., having been designated to act as Registered Agent, hereby agrees to act in this capacity.

  
Thomas C. Walser, Esq.,  
Registered Agent

97 JAN -8 AM 9:50  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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