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FROM: COONEY, WARD, LESHER & DAMON, P.A.  
072262000447

ACCT#:

CONTACT: STEVEN E KELLY  
PHONE: (407) 689-8111  
(407) 689-9303

FAX #:

NAME: GALLERY OF TREASURES, INC.

AUDIT NUMBER.....H97000001312  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
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**ARTICLES OF INCORPORATION  
OF  
GALLERY OF TREASURES, INC.**

**THE UNDERSIGNED**, acting as incorporator of a Corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I - NAME**

The name of this Corporation is: **GALLERY OF TREASURES, INC.**

**ARTICLE II - DURATION**

The duration of this Corporation is perpetual.

**ARTICLE III - PURPOSE**

The purpose for which this Corporation is organized is to engage in any lawful act or activities for which corporations may be organized under the laws of the State of Florida.

**ARTICLE IV - MAILING ADDRESS OF CORPORATION**

The mailing address and principal place of business of this Corporation is: 150 Bridge Road,  
Tequesta, Florida 33477.

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Prepared by: Philip H. Ward, III  
Cooney, Ward, Leshner & Damon, P.A.  
1555 Palm Beach Lakes Boulevard, Suite #1000  
West Palm Beach, Florida 33401  
Florida Bar #313998

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#### **ARTICLE V - STOCK**

The aggregate number of shares which this Corporation shall have authority to issue is 10,000 shares of common voting stock.

#### **ARTICLE VI - SHAREHOLDER RIGHTS**

Shareholders of the Corporation shall have preemptive rights to acquire their pro rata share of stock of the Corporation for all issues of any class of stock of the Corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the Corporation, including but not limited to cash, other property, services, the acquisition of other corporations' shares or property through merger or the extinguishment of debts. Preemptive rights shall also apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

This Article VI pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the Shareholders of each affected class, and no issuance of stock of the Corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the Shareholders of the Corporation.

#### **ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The street address of this Corporation's initial registered office in Florida is 206 Mainsail Circle, Jupiter, Florida 33477, and the name of its initial registered agent at that address is Michael Viscount.

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**ARTICLE VIII - INCORPORATOR**

The name and address of the incorporator is:

Name

Address

Michael Viscount

206 Mainsail Circle  
Jupiter, Florida 33477

DATED this 23th day of January, 1997.

Michael Viscount  
Michael Viscount, Incorporator

STATE OF FLORIDA )

)ss:

COUNTY OF PALM BEACH )

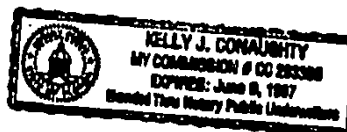
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Michael Viscount to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 23th day of January, 1997.

Notary Public

Sign: [Signature]

Print: Kelly J. Conaughy  
State of Florida at Large  
My Commission Expires:



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**CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**ACKNOWLEDGMENT:**

Having been named to accept service of process for **GALLERY OF TREASURES, INC.**,  
at the initial registered office of the Corporation in this State designated in its Articles of  
Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of  
Section 607.0505 Florida Statutes.

Date: The 23th day of January, 1997

By: Michael Viscount  
Michael Viscount

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