

P97000013908

Chart Number One

1/28/97 maite

Muskat E ODESSKY

Requestor's Name
10855 NE 2 AVE #305

Address
NMB FL 33162

City State ZIP Phone

653-6666D

VALIDATION ONLY

FILED
97 FEB 12 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

CORPORATION(S) NAME

The Artco, Inc.

RECEIVED
97 JAN 30 AM 9:37
DIVISION OF CORPORATION

Empire Toll Free: 1-800-432-3028

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| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under Seal |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| | <input type="checkbox"/> After 4:30 | <input type="checkbox"/> Mail Out |

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|----------------|
| Name |
| Availability |
| Document |
| Examiner |
| Updater |
| Verifier |
| Acknowledgment |
| W.P. Verifier |

W97-2326

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CERTIFIED COPY



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
97 FEB 10 AM 10:29
DIVISION OF CORPORATION

January 30, 1997

EMPIRE

MIAMI, FL

SUBJECT: THE ARTCO, INC.
Ref. Number: W97000002326

We have received your document for THE ARTCO, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 597A00004888



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 10, 1997

EMPIRE

MIAMI, FL

SUBJECT: L'ARTCORP.
Ref. Number: W97000002326

We have received your document for L'ARTCORP. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 797A00007021

RECEIVED
97 FEB 12 AM 10:59
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

L'ARTCORP, Inc.

FILED
97 FEB 12 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 621 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

L'ARTCORP, Inc. The address of the principal office of this corporation shall be 427 Washington Avenue Miami Beach, Florida 33139, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in every aspect of the business of lawful marketing sales and otherwise dealing inventory of art rendering the same professional services to the public that a marketing sales business, duly licensed under the laws of the State of Florida, is authorized to render. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 801 N.E. 167 Street, Suite 302, County National Bank Building, North Miami Beach, Florida 33162, and

the name of the initial registered agent of the corporation at that address is Steve Singer.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are selected or appointed are:

Sabine Formisano
President

5401 Collins Avenue, #1535
Miami Beach, Florida 33140

Sabine Formisano
Vice President

Same

Sabine Formisano
Sec./Treas.

Same

ARTICLE VII. SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue code, 26 U.S.C. 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein.

IN WITNESS WHEREOF, the undersigned has made and subscribed of these articles of incorporation at North Miami Beach, Florida, on the 22 day of January, 199 7.



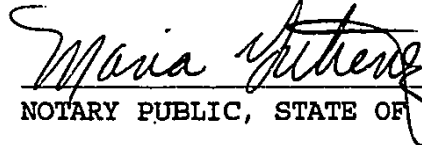
SABINE FORMISANO,
PRESIDENT

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared Sabine Formisano who is to me well known to be the person described in the above articles of incorporation, and she did and voluntarily acknowledged to me that she made and subscribed the same for the uses and purposes therein mentioned set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at N. MIAMI BEACH, in said County and State this 22nd day of JANUARY, 1997.


NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



MARIA GUTIERREZ
COMMISSION # CC 454246
EXPIRES APR 20, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED

97 FEB 12 PM 3:42

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

FIRST-- That L'ARTCORP, INC.
(Name of Corporation)

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION HAS NAMED Steve Singer LOCATED AT 801 N.E. 167 Street, Suite 302
(Registered Agent)

County National Bank Building, N. Miami Beach 33162
(Post Office Boxes are not acceptable)

CITY OF North Miami Beach, COUNTY OF Dade
(City) (County)

STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS STATE.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS 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 REGISTERED AGENT.

SIGNATURE


(RESIDENT AGENT)