

P97000015531

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Subject Corporation: Long Water Gallery, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation, a registered agent acknowledgment, and a check for \$122.50.

From: Reginald G. Stambaugh, Esq., 1400 Centrepark Blvd. Suite 860, West Palm Beach, FL 33401

561-687-8100.

F:\FILES\97REG\TRANSLTR.DOC

900002087679--4
-02/14/97--01024--014
*****122.50 *****122.50

FEB 18

1 BSR

FILED
97 FEB 14 PM 3:53
DEPT. OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 5, 1996

REGINALD G. STAMBAUGH
MILLER & WOODS, P.A.
1400 CENTREPARK BLVD., SUITE 860
WEST PALM BEACH, FL 33401

The name **LONG WATER GALLERY, INC.** has been reserved for 120 days beginning December 5, 1996. The reservation number is R96000005756 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Tracy Smith

Letter number: 596A00054646

**ARTICLES OF INCORPORATION
of
LONG WATER GALLERY, INC.**

FILED

97 FEB 14 PM 3:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

LONG WATER GALLERY, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - MAILING ADDRESS

The mailing address and principal office of this corporation shall be:

12 Harvard Drive
Lake Worth, FL 33460

ARTICLE V - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1000) shares of Common Stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the Initial Registered Agent of this Corporation is:

Reginald G. Stambaugh, Esq., 1400 Centrepark Blvd. Suite 860, West Palm Beach, FL 33401

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is:

Karen McKinley
12 Harvard Drive
Lake Worth, FL 33460

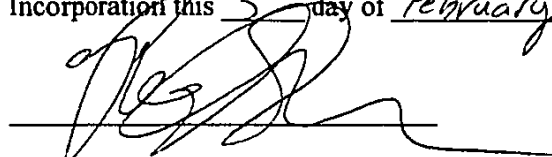
Russell Hibbard
12 Harvard Drive
Lake Worth, FL 33460

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

Reginald G. Stambaugh, Esq.
1400 Centrepark Blvd. Suite 860
West Palm Beach, FL 33401

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 5 day of February, 1997.

A handwritten signature in dark ink, appearing to be "Reg Stambaugh", is written over a horizontal line.

F:\FILES\97REG\3042ART2.DOC

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED

97 FEB 14 PM 3:54

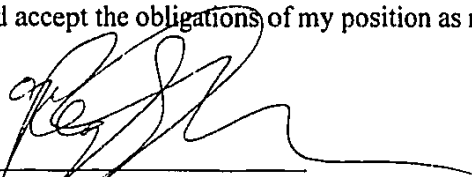
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LONG WATER GALLERY, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at **12 HARVARD DRIVE, LAKE WORTH, FL 33460**, has named Reginald G. Stambaugh, Esq. located at 1400 Centrepark Blvd. Suite 860, West Palm Beach, FL 33401, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

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.


Reginald G. Stambaugh, Esq.