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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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ACCT#: 072450003255

FAX #: (305)541-3770

NAME: AUCTIONS OF HOLLYWOOD, INC.
AUDIT NUMBER.....H97000006902
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....0
PAGES..... 4
DEL.METHOD.. FAX
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 29, 1997

EMPIRE CORPORATE KIT COMPANY

SUBJECT: AUCTIONS OF HOLLYWOOD, INC.
REF: W97000009824

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Becky McKnight

FAX Aud. #: H97000006902
Letter Number: 897A00022061

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ARTICLES OF INCORPORATION

(4)

OF

Auctions of Hollywood, Inc.

THE UNDERSIGNED INCORPORATOR(S) FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPT(S) THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I NAME

THE NAME OF THIS CORPORATION SHALL BE:

Auctions of Hollywood, Inc.

ARTICLE II PRINCIPAL OFFICE

THE PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:

2117 Hollywood Blvd.
Suite 318
Hollywood, FL 33020

ARTICLE III CAPITAL STOCK

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS:

500 shares, \$1.00 Par Value

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

THE NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT IS:

Frank Yamout
2117 Hollywood Blvd.
Suite 318
Hollywood, FL 33020

Charles Wesolke, CPA, PA
2131 Hollywood Blvd.
Suite 208

Hollywood, FL 33020

(95) 920-0110

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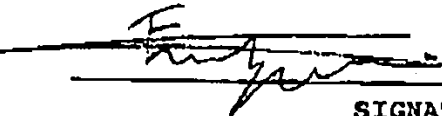
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ARTICLE V INCORPORATOR(S)

THE NAME(S) AND STREET ADDRESS(ES) OF THE INCORPORATOR(S) TO
THESE ARTICLES OF INCORPORATION IS(ARE):

Frank Yamout
2117 Hollywood Blvd.
Suite 318
Hollywood, FL 33020

THE UNDERSIGNED HAS(HAVE) EXECUTED THESE ARTICLES OF
INCORPORATION THIS 25th DAY OF April 97
_____, 19____.



SIGNATURE/TITLE

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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.

1. THE NAME OF THE CORPORATION IS:

Auctions of Hollywood, Inc.

2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:

Frank Yamout

2117 Hollywood Blvd.

Suite 318

Hollywood, FL 33020

SIGNATURE: 

TITLE: President

DATE: April 25, 1997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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: 

DATE: April 25, 1997

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