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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 19 PM 1:02

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

Subject: Galleria Chiaro-Scuoro: Fine Arts Photography Inc.
(Proposed Corporate Name)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for \$78.75. For the filing fee and Certificate.

Please return one copy of the Articles stamped with the filing date.

FROM:

Renato Guglielmi

Name (print or type)

316 South Dixie Highway

Address

West Palm Beach, Florida - 33401

City, State, Zip

(561) 833-5156

Area Code and Phone Number (Daytime)

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YOUR TRULY
Renato Guglielmi
10TH SEPT-97

D. BROWN SEP 22 1997

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DIVISION OF CORPORATIONS
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**ARTICLE OF INCORPORATION
OF
Galleria Chiaro-Scuro: Fine Arts Photography Inc.
(Name of Corporation)**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE 1: NAME

The name of the corporation shall be: Galleria Chiaro-Scuro: Fine Arts Photography Inc.

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be: 316 South Dixie Highway - West Palm Beach, Florida - 33401

ARTICLE 3: SHARES

All stock issued by this Corporation shall be common voting stock of a single class. The number of shares of stock that this corporation is authorized to have outstanding at any time is: 1,000,000.00

ARTICLE 4: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is:

Renato Guglielmi

whose registered office is located at the place of business stated in Article 2 above.

**ARTICLE 5: THE INITIAL BOARD OF DIRECTORS SHALL HAVE 3 MEMBERS
WHOSE NAMES AND ADDRESSES ARE AS FOLLOWS.**

- 1) Renato Guglielmi - 316 South Dixie Hwy - WPB, FL - 33401
- 2) Nevin Guglielmi - 316 South Dixie Hwy - WPB, FL - 33401
- 3) Michael Caputo - 316 South Dixie Hwy - WPB, FL - 33401

The number of Directors may be raised or lowered by amendment of the by laws of the Corporation but shall in no case be less than one.

ARTICLE 6: INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

is: Renato Guglielmi - 316 South Dixie Highway - WPB, FL - 33401

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 am familiar with and accept the obligations of my position as registered agent.

The undersigned incorporator has executed these Articles of Incorporation this 18th
DAY of SEPTEMBER, 19 97.

Renato Guglielmi
Signature