

P97000086002  
TRANSMITTAL LETTER

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

800002301838--7  
-09/24/97--01042--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: ARTLEASE ~~LLC~~ Inc.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate

\$122.50  
Filing Fee  
& Certified Copy

\$131.25  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: SARA Coën  
Name (Printed or typed)

1203 NE. 9th Ave.  
Address

Delray Beach, FLA 33483  
City, State & Zip

561-278-8013  
Daytime Telephone number

FILED  
97 OCT -6 AM 11:38  
STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

Sara  
AUTOROLETION BY PHONETIC  
NOTARY RA acceptance  
DATE: 10/6/97  
NOTARY: [Signature]

NOTE: Please provide the original and one copy of the articles.

me 10/6/97



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
Secretary of State

September 25, 1997

SARA COEN  
1203 NE 9TH AVE.  
DELRAY BEACH, FL 33483

SUBJECT: ARTLEASE, INC.  
Ref. Number: W97000022035

We have received your document for ARTLEASE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Article III the word stock is misspelled.

Please return the original and one copy of 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 (850) 487-6067.

Neysa Culligan  
Document Specialist

Letter Number: 697A00047494

## ARTICLES OF INCORPORATION

We, The undersigned, desiring to form a Corporation for the purposes hereinafter states, under and pursuant to chapter 607 of the Florida Statutes, do hereby declare as follows:

I. NAME

The name of the corporation shall be ARTLEASE, INC.

II. BUSINESS AND POWERS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

III. STOCK

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any time shall be One Thousand (1,000) shares of common stock having a par value of \$1.00 (One Dollar) per share. The capital stock may be paid for in property, labor or services at a just valuation, to be fixed by the Incorporators or by the Directors at a meeting called for such purpose or at the organizational meeting.

IV. TERM OF EXISTENCE

The Corporation shall have a perpetual existence.

V. PRINCIPAL OFFICE

The principal office or place of business of the Corporation shall be located at 1203 N.E. 9<sup>th</sup>. Ave, Delray Beach, Florida, 33483.

VI. BOARD OF DIRECTORS

The affairs of the Corporation shall be conducted by a Board of Directors not less than one (1) and not more than nine (9).

VII. INITIAL DIRECTORS

The names and addresses of the first Board of Directors, who subject to the provisions of these Articles of Incorporation, shall hold office for the first year of the Corporation's existence or until their successors are elected and shall have qualified are:

NAME and ADDRESS:

Luca Giovanelli -President- 1203 N.E. 9<sup>th</sup>. Ave, Delray Beach, Florida, 33483.

Sara Giovanelli Vice president-- 1203 N.E. 9<sup>th</sup>. Ave, Delray Beach, Florida, 33483.

VIII. INCORPORATORS

The street address of the incorporator of this corporation is 1203 N.E. 9<sup>th</sup>. Ave, Delray Beach, Florida, 33483, and the name of the incorporator is Sara Coën-Giovanelli.

IX. ASSIGNMENT AND SUBSCRIPTION OF RIGHTS

The original incorporator of the Corporation shall have the right, upon its organization, to assign and deliver their subscriptions of stock to any other person, or to firms or corporations who may hereafter become subscribers to the capital stock of the Corporation who, upon acceptance of such assignment, shall stand in lieu of the rights, liabilities and duties entailed by said subscription, subject to the laws of the State of Florida, and the execution of the necessary instruments of assignment.

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TALLAHASSEE, FLORIDA

X. TRANSACTIONS WITH RELATED PARTIES

No contract or other transaction between the Corporation and any other corporation in the absence of fraud, shall be effected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in, or is a Director or officer or, or are the directors or officers of such other corporations, and any director or directors, individually or jointly may be a party or parties to, or may be interested in any such contract or transaction of the Corporation with any person, firm or corporation in absence of fraud, shall be effected or invalidated by the fact that any Director or the Corporation is a party to be interested in such contract, act or transaction or in any way connected with such person, firm or corporation and each and every person who may become a Director of the Corporation is hereby relieved from any liability that might otherwise exist from thus contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may be anywise interested. Any Director of the Corporation may vote upon any contract or other transaction between the Corporation and any subsidiary or controlled company.

XI. CUMULATIVE VOTING

At all elections of Directors of the Corporation, each common shareholder shall be entitled to as many votes as shall equal the number of votes which (except for this provision) he would be entitled to cast for the election of Directors with respect to his shares, multiplied by the number of Directors to be elected, and he may cast all such votes for a single Director or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

XII. PRE-EMPTIVE RIGHTS

No shareholder of the corporation shall have a pre-emptive right.

XIII. INDEBTEDNESS

The highest amount of indebtedness or liability to which this Corporation may at any time subject itself to is unlimited.

XIV. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1203 N.E. 9<sup>th</sup>. Ave, Delray Beach, Florida, 33483, and the name of the initial registered agent of this Corporation at that address is SARA COEN-GIOVANELLI.

XV. EFFECTIVE DATE

The effective date of this Corporation shall be the date as filed in the Secretary of State's Office in Tallahassee, Florida.

IN WITNESS OF WHEREOF, I have made, subscribed and acknowledged these Articles of Incorporation at Delray Beach, Florida, Palm Beach County, this twenty (20) day of September of 1997.

  
SARA COEN-GIOVANELLI  
Incorporator

  
SARA COEN-GIOVANELLI  
Registered Agent

I hereby am familiar with and accept the duties and responsibilities of Registered Agent.

FILED  
97 OCT -6 AM 11:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA