P97000108314

DATE 12/23/97



SECRETARY OF STATE CORPORATION DIVISION STATE OF FLORIDA TALLAHASSEE, FL 32304

200002383412--8 -12/26/97--01073--009 *****70.00 ******70.00

RE: CONSIGNMENT FIRST!, INC.

GENTLEMEN:

ENCLOSED HEREWITH ARE THE ARTICLES OF INCORPORATION TOGETHER WITH

A COPY OF SAID ARTICLES FOR CONSIGNMENT FIRST!, INC.

OUR CHECK IN THE AMOUNT OF \$70.00 INCLUDES THE FOLLOWING:

FILING FEE CHARTER TAX

REGISTERED AGENT

TOTAL: \$70.00

RESPECTFULLY SUBMITTED,

SIGNER'S NAME:

BARRY CLARKE

ADDRESS:

6326 NW 23 STREET

BOCA RATON, FL 33434

DAYTIME PHONE:

(954) 744-8800

Barry Clarke

PLEASE NOTE: THE EFFECTIVE DATE OF THESE ARTICLES IS TO BE JANUARY 1, 1998.

FILED

97 DEC 26 AH 9: 27

SECRETARY OF STATE,
TALLAHASSEE, FI ARIE,



ARTICLES OF INCORPORATION

OF

CONSIGNMENT FIRST!, INC.



ARTICLE I NAME

The name of the corporation shall be CONSIGNMENT FIRST!, INC.

ARTICLE II PURPOSE

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

ARTICLE III CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

The amount of capital with which this corporation will begin business shall be the sum of not less than FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE IV DURATION

These Articles of Incorporation shall be effective commencing January 1, 1998.

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE V INITIAL REGISTERED AGENT

The name and address of the initial registered agent is:

Barry Clarke Boca Raton, Fl 33434

ARTICLE VI INCORPORATOR

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

> Barry Clarke 6326 NW 23 Street Boca Raton, Fl 33434

ARTICLE VII PRINCIPAL OFFICE

The initial street address of the principal office of the corporation shall be:

> 2868 Pershing Street . . Hollywood, Fl 33020

ARTICLE VIII DIRECTORS

The number of Directors of this corporation shall be at least one (1) and no more than ten (10).

The names and street addresses of the members of the first Board of Directors of this Corporation are as follows:

> Barry Clarke 6326 NW 23 Street .

Beverly Clarke 6326 NW 23 Street Boca Raton, Fl 33434 Boca Raton, Fl 33434

ARTICLE IX SUBSCRIBER

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

Barry Clarke 6326 NW 23 Street Boca Raton, Fl 33434

IN WITNESS WHEREOF, the undersigned, Barry Clarke, competent to contract, has hereunto set his hand and seal this ______ day of _______, 1997.

Barry Clarke

STATE OF FLORIDA COUNTY OF BROWARD

BEFORE ME, the undersigned Notary Public of the State of Florida, personally appeared Barry Clarke known to me to be the individual described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

(Check ____ He is personally known to me. ____ He provided the following type of identification:

WITNESS my hand and official seal this <u>23</u> day of <u>December</u>, 1997.

Notary Public, State of Florida
My commission expires: 4/17/01

Notary Seal:

OFFICIAL NOTARY SEAL
MELODY R LAVRICH
COMMISSION NUMBER
C C 639679
MY COMMISSION EXPIRES
APR. 17,2001

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT CONSIGNMENT FIRST!, INC.
WITH ITS PLACE OF BUSINESS AT 2868 PERSHING STREET
HOLLYWOOD, FL 33020

HAS NAMED BARRY CLARKE LOCATED AT 6326 NW 23 STREET BOCA RATON, FL 33434

CITY OF BOCA RATON, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

(Corporate Officer)

TITLE PRESIDENT

DATE 12/23/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE (Registered Agent)

BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314