

P98000005552

January 12, 1998

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

100002403331--7  
-01/16/98--01082--009  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

Re: ABBEY FINE ART, INC.

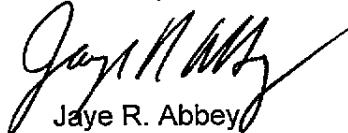
Dear Dept. of State:

I have enclosed an original and one copy of the Articles of Incorporation for the above proposed corporation, and a check in the amount of \$122.50 for filing fees.

Please file the original Articles and return the certified copy to my accountant at the following address:

Elaine R. Setzke, EA  
Kee Tax & Accounting Service, Inc.  
7211 N. Dale Mabry Highway, Suite 228  
Tampa, Florida 33614

Sincerely,

  
Jaye R. Abbey  
Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 16 AM 10:59

EFFECTIVE DATE  
1-12-98

1-20-98  
WS

ARTICLES OF INCORPORATION

OF

ABBAY FINE ART, INC.

We, the undersigned subscribers, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the information, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME AND ADDRESS OF THE CORPORATION

The name of the corporation shall be:

ABBAY FINE ART, INC.

The address of the corporation shall be:

4211 W. Waters Avenue -- Suite D  
Tampa, Florida 33614

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 JAN 16 AM 10:59

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation may engage in any or all lawful activities or business permitted under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock, each share having the par value of One (1.00) dollar.

EFFECTIVE DATE  
~~1-08-98~~  
1-12-98

FILED STATE  
SECRETARY OF CORPORATIONS  
98 JAN 16 AM 11:00

#### ARTICLE IV

##### CORPORATE EXISTENCE

This corporation shall exist perpetually commencing on the date of execution and acknowledgment of these Articles, unless dissolved according to law.

#### ARTICLE V

##### INITIAL CAPITAL

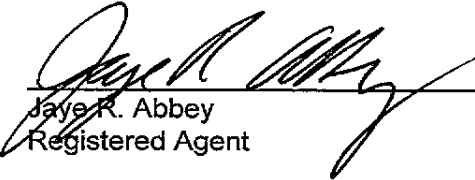
The amount of the capital with which the corporation shall begin business is One Thousand (\$1,000.00) dollars.

#### ARTICLE VI

##### REGISTERED OFFICE AND REGISTERED AGENT

First that ABBEY FINE ART, INC. desiring to organize or qualify under the laws of the State of Florida with its principal place of business at City of Tampa, State of Florida, has named Jaye R. Abbey, 4506 Bloomsbury Ct., Tampa, Florida 33624 as its agent to accept service of process within Florida.

Having been named to accept service of process for the above corporation, at the place designated in the above, I hereby agree to act in this capacity, the proper and complete performance of my duties.

  
Jaye R. Abbey  
Registered Agent

#### ARTICLE VII

##### DIRECTORS

The corporation shall be governed by a Board of no less than one nor more than fifteen directors. It shall not be necessary for the directors to be stockholders. The number of Directors herein provided for may be increased or decreased at any regular or special meeting of the stockholders.

## ARTICLE VIII

### INITIAL DIRECTORS

The name(s) and street address(es) of the members of the first Board of Directors and officers who are to serve as members thereof are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Jaye R. Abbey	4506 Bloomsbury Ct. Tampa, FL 33624	President/ Secretary/Treasurer

## ARTICLE IX

### AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon.

## ARTICLE X

### SUBSCRIBERS

The name(s) and street address(es) of the subscribers to these Articles of Incorporation, the number of shares of stock which they agree to take and the value of consideration therefore is:

<u>Name and Address</u>	<u>Shares</u>	<u>Consideration</u>
Jaye R. Abbey 4506 Bloomsbury Ct. Tampa, FL 33624	1,000	\$ 1,000.00

ARTICLE XI

INCORPORATOR

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

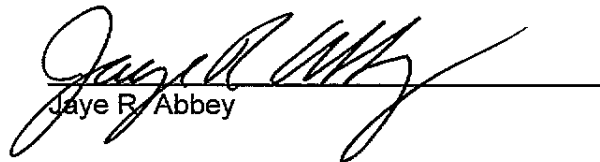
Name .....

Address .....

Jaye R. Abbey

4506 Bloomsbury Ct.  
Tampa, FL 33624

IN WITNESS THEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation for profit under the laws of the State of Florida, this 12th day of January, 1998.

  
Jaye R. Abbey