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Law Offices

ROGER C. LAMBERT, P.A.
2247 Palm Beach Lakes Blvd.
Suite 237
West Palm Beach, FL 33409

(561) 686-3040

Fax (561) 688-0407

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

200002653322--2
-10/01/98--01050--013
****122.50 *****78.75

Re: Memory Lane Antiques, Inc.

Dear Sir or Madam:

Enclosed you will find the Articles of Incorporation for Memory Lane Antiques, Inc., to be filed. Also enclosed is check in the amount of \$122.50 which represents the following:

\$35.00 Filing Fee
\$35.00 Registered Agent Fee
\$52.50 Certified Copy Fee

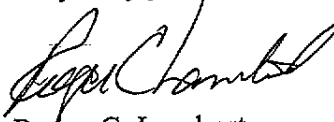
Please mail notification that this document has been filed with the State to:

Roger C. Lambert
2247 Palm Beach Lakes Blvd.
Suite 237
West Palm Beach, FL 33409

I have enclosed a prepaid envelope for your convenience in returning these documents to us.

If you have any questions, or require additional information, please call me at (561)686-3040.

Very truly yours,


Roger C. Lambert

ROGER C. LAMBERT GAVE
AUTHORIZATION BY PHONE TO
CORRECTIONS EFF. DATE
DATE 10-02-98
DOC. EXAM. R. PURINTUN

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 AM 11:49

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DIVISION OF CORPORATIONS
98 OCT -1 AM 11:49

ARTICLES OF INCORPORATION

OF

Memory Lane Antiques, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be: Memory Lane Antiques, Inc.
The principal place of business of this corporation shall be 29 N.E. 1st Avenue,
Dania, Florida 33004.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 2247 Palm Beach Lakes Blvd., Suite 237, West Palm Beach, Florida 33409, and the name of the registered agent of the corporation at that address is Roger C. Lambert.

ARTICLE V. EFFECTIVE DATE OF INCORPORATION

These Articles of Incorporation shall be effective as of October 1,
1998.

ARTICLE VI. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII. DIRECTORS


This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

ARTICLE VIII. INCORPORATOR

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

Roger C. Lambert, Esquire
2247 Palm Beach Lakes Blvd. - Suite 237
West Palm Beach, Florida 33409

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 29th day of September, 1998.



Roger C. Lambert

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

SS:

The foregoing instrument was acknowledged before me this 29th
day of September, 1998, by Roger C. Lambert, who is personally known to me and

who did take an oath.



ANNETTE P. KAPPELER
COMMISSION # CC 722701
EXPIRES MAR 8, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

A handwritten signature of Annette P. Kappeler in cursive script, written over a horizontal line.

Notary Public

My commission expires:

Roger C. Lambert having been designated to act as Registered Agent,
hereby agrees to act in this capacity.

A handwritten signature of Roger C. Lambert in cursive script, written over a horizontal line.

Roger C. Lambert

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT -1 AM 11:50