

TRANSMITTAL LETTER

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

600002701 196--8  
-12/03/98--01013--007  
\*\*\*\*236.25 \*\*\*\*78.75

SUBJECT: \_\_\_\_\_

(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 of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: \_\_\_\_\_

Name (Printed or typed)

*Richard Landau*  
**BUSINESS MANAGEMENT ACCOUNTING**  
410 E. HALLANDALE BEACH BLVD.  
HALLANDALE, FL 33009

\_\_\_\_\_  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

98 DEC -2 AM 9:12

FILED

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

CERTIFICATE OF INCORPORATION

-of-

MIAMI COLLECTABLES LIMITED, INC.

WE, THE UNDERSIGNED, 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 said State of Florida.

ARTICLE I

The name of this corporation shall be:

MIAMI COLLECTABLES LIMITED, INC.

ARTICLE II

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

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

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 V

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

ARTICLE VI

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

410 E. HALLANDALE BEACH BLVD., SUITE 202

HALLANDALE, FL 33009

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

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

<u>JENNIFER LANDAU</u>	<u>410 E. HALLANDALE BEACH BLVD. SUITE 202</u>
_____	<u>HALLANDALE, FL 33009</u>
_____	_____
_____	_____
_____	_____

ARTICLE IX

The names and street addresses of the persons signing these Articles of Incorporation as subscriber is as follows:

<u>JENNIFER LANDAU</u>	<u>410 E. HALLANDALE BEACH BLVD. SUITE 202</u>
_____	<u>HALLANDALE, FL 33009</u>
_____	_____
_____	_____

ARTICLE X

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

IN WITNESS WHEREOF, the undersigned, JENNIFER LANDAU AND N/A, both being natural persons, competent to contract, have hereunto set their hands and seals this 20 day of NOVEMBER 1998.

Jennifer Landau

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 MIAMI COLLECTABLES LIMITED, INC.  
(Name of Corporation)

WITH ITS PLACE OF BUSINESS AT 410 E. HALLANDALE BEACH BLVD., SUITE 202  
(Business Address, City and State)

HAS NAMED JENNIFER LANDAU  
(Name of Registered Agent)

LOCATED AT 410 E. HALLANDALE BEACH BLVD., SUITE 202, HALLANDALE, FL 33009  
(Street Address and Number Of Building,  
Post Office Box Addresses ARE NOT Acceptable)

CITY OF HALLANDALE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE  
(City)

OF PROCESS WITHIN FLORIDA.

SIGNATURE Jennifer Landau  
(Corporate Officer)

TITLE PRESIDENT

DATE NOVEMBER 20, 1998

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28 DEC -2 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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 Jennifer Landau  
(REGISTERED AGENT)

DATE NOVEMBER 20, 1998

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

(NOTE: There is a filing fee of \$3.00 for this certificate)