

P990000016212

LAW OFFICES OF
IRA M. WITLIN
Suite 230 - 11430 No. Kendall Drive
Miami, Florida 33176

TELEPHONE (305) 596-2656

February 4, 1998

Division of Corporations
Sec. of State of Florida
P.O. Box 6327
Tallahassee, Fl. 32314

100002779331--3
-02/18/99--01057--001
***122.50 ***78.75

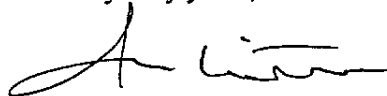
RE: FRENCH ART CIRCA XX, INC.

Dear Sirs:

Enclosed please find an Original and duplicate original of Articles of Incorporation for French Art Circa XX, Inc., together with our trust account check for \$122.50 filing fee.

Please process and return to this office.

Very truly yours,



IRA M. WITLIN

enclosures

FILED
99 FEB 18 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
2-19-99

FILED

99 FEB 18 AM 10:17

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF
INCORPORATION
OF
FRENCH ART CIRCA XX, INC.

ARTICLE I-NAME

The name of this Corporation is: FRENCH ART CIRCA XX, INC., with
principal Address: 13122 S.W. 68 Street , Miami, Fl. 33183. Mailing Address: Same
above.

ARTICLE II-DURATION. The duration of this corporation shall be perpetual.

ARTICLE III-PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business
for which corporations may be incorporated under Chapter 607, of the Florida Statutes,
including but not limited to import and export of art work, sculptures and paintings.

ARTICLE IV -CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is
ONE HUNDRED (100) shares at ONE DOLLAR & no/100 (\$1.00) par value, all of
which are the same class, and are to be common shares.

ARTICLE V.-PREEMPTIVE RIGHTS

Every shareholder shall have the right to purchase his prorata share of a new stock of
this Corporation at the price at which it is offered to others.

ARTICLE VI.-INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Resident Agent of this Corporation is 13122 S.W. 68th Street,
Miami, Fl. 33183.

Resident Agent: Ms. Alexandra Cabreja

ARTICLE VII.-INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) Directors initially. The number of Directors may increase
from time to time by the By-Laws, but shall never be less than one.

The name and address of the initial directors are:
MS. ALEXANDRA CABREJA
13122 S.W. 68th Street
MIAMI, FL. 33183
(305) 383-8609

ARTICLE VIII.-INCORPORATION

The name and address of the person that is signing this Article of Incorporation are

Name: MS. ALEXANDRA CABREJA
Address: 13122 S.W. 68th Street, Miami, Florida 33183

ARTICLE IX.-BY-LAWS

By-Laws may be repealed or amended, and new By-Laws may be adopted by either the Board of
Directors, the Shareholders, but the Board of Directors may not amend or repeal any By-Laws adopted
by the shareholders, if the Shareholders specifically provide such By-Laws both subject to amendment

or repeal..

ARTICLE X.-APPROVAL OF SHAREHOLDERS REQUIRED FOR MERGER

The approval of the Shareholders of the Corporation to any plan or merger shall be required in every case, whether or not such approval is required by Law.

ARTICLE XI.- MANAGEMENT OF CORPORATION

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this Corporation shall be managed under the direction of the Shareholders of this Corporation.

ARTICLE XII.- AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the Shareholders is subject to this corporation.

ARTICLE XIII.- DIRECTOR'S COMPENSATION

The Shareholders of this Corporation shall have the exclusive authority to fix the compensation of the Director of this Corporation.

ARTICLE XIV. -ASSETS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, except that this Corporation shall not have the power to sell,

mortgage or pledge all or substantially all of its property and assets without prior Shareholder's approval.

ARTICLE XV.-
PREFERENCE LIMITATIONS AND RELATIVE RIGHTS OF
SHARES OF CAPITAL STOCK

Section 1. Dividends

The holders of record of the Common shares of this Corporation shall be entitled to dividends at such times as the Corporation is authorized to pay dividends.


Section 2. Rights Upon Liquidation or Dissolution.

In the event of any voluntary or involuntary liquidation, dissolution, or winding up of this Corporation, the holders of record of the outstanding Common Shares shall be paid from remaining assets of the corporation ratably.

Section 3. Voting Rights

Except as otherwise provided by Law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of FEBRUARY 1999.


ALEXANDRA CABREJA

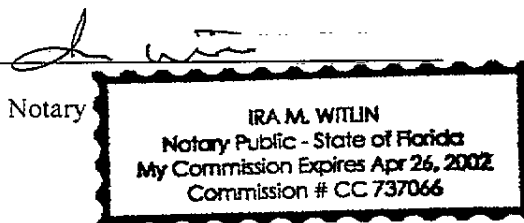
STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME the undersigned authority, a Notary Public, authorized to take acknowledgments,
personally appeared:

ALEXANDRA CABREJA, IDENTIFIED BY:
known to me personally as the persons who executed the foregoing Articles of Incorporation, and who
acknowledged that they executed these Articles of Incorporation.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the
County and State, this 12 day of FEBRUARY, 1999.

My Commission Expires:




ACCEPTANCE OF REGISTERED AGENT

Having been named in these Articles Of Incorporation to accept service of process for

FRENCH ART CIRCA XX, INC.,

at the place designated in the Articles of Incorporation, ALEXANDRA CABREJA hereby agrees to act in
this capacity and further agrees to comply with the provisions of all statutes relative to the proper and
complete performance of my duties.

Dated this 12 day of FEBRUARY 1999.


ALEXANDRA CABREJA
13122 S.W. 68th Street
Miami, Fl. 33183
(305) 383-8609

FILED
99 FEB 18 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA