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418 WEST ALFRED ST., SUITE 1  
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July 15, 1999

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

FILED  
99 JUL 19 AM 10:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

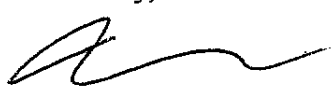
Re: GALLERY WOW, INC.

Ladies and Gentlemen:

Please find enclosed for filing one (1) original and one (1) copy of the Articles of Incorporation of GALLERY WOW, INC. Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee, and a separate check in the amount of \$52.50 for one (1) certified copy.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Michael E. Golub, P.A.  
Enc.

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**ARTICLES OF INCORPORATION  
OF  
GALLERY WOW , INC.**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE I**

The name of this Corporation shall be GALLERY WOW, INC.

**ARTICLE II**

The principal place of business and mailing address of this Corporation shall be  
418 West Alfred Street, Suite 1, Tavares, Florida 32778.

**ARTICLE III**

The Corporation shall have the authority to issue 1,000 shares of common stock with  
no par value.

**ARTICLE IV**

The initial registered office for the Corporation is 418 West Alfred Street, Suite 1,  
Tavares, Florida 32778. The Corporation's initial registered agent for service of process shall be  
Michael E. Golub, P.A., 418 West Alfred Street, Suite 1, Tavares, Florida 32778.

**ARTICLE V**

The names and addresses of the incorporators to these Articles of Incorporation and  
original directors of this Corporation are as follows:

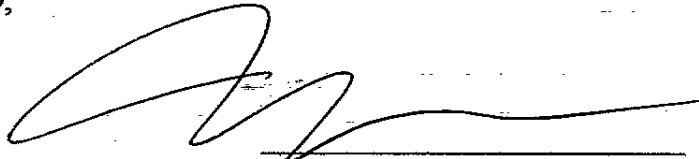
Michael E. Golub                                 -     President  
418 West Alfred Street  
Suite 1  
Tavares, Florida 32778

Eric S. Needle - Vice President  
2221 Weatherly Avenue  
West Melbourne, Florida 32904

ARTICLE VI

This Corporation has been organized for any lawful purpose, including but not limited to, creation of internet and physical galleries for sale, promotion, and exhibition of artworks and representation of visual and performing artists.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 14th day of July 1999,



MICHAEL E. GOLUB  
418 West Alfred Street, Suite 1  
Tavares, Florida 32778

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is GALLERY WOW, INC.
2. The name of the registered agent and office is:

Michael E. Golub  
418 West Alfred Street, Suite 1  
Tavares, Florida 32778

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature \_\_\_\_\_

Date \_\_\_\_\_

7/14/99

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