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MITCHELL A. SILVER & CO., P.C.  
Accountants and Tax Consultants  
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Mitchell A. Silver, M.S. Taxation  
Enrolled to Practice Before the I.R.S.

Telephone  
(954) 922-0886  
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August 18, 1999

Florida Department of State  
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314  
New Filings Section

700002967287--3  
-08/23/99-01142-006  
\*\*\*\*122.50 \*\*\*\*78.75

Re: VALACCA FINE ANTIQUES INC.

Dear Madam,

Enclosed please find our check for \$ 122.50,  
Please process this application, for a new Corporation.  
Thankyou for your help.

Very truly yours,

*Mitchell A. Silver*  
Mitchell A. Silver

FILED  
99 AUG 23 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

OB  
8-26-99  
4

**ARTICLES OF INCORPORATION  
OF**

**VALACCA FINE ANTIQUES, INC.  
P.O.Box 22-3592  
Hollywood, Florida 33022-3592**

**FILED**  
99 AUG 23 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscribers to these ARTICLES OF INCORPORATION, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I, NAME**

The name of the corporation shall be:

**VALACCA FINE ANTIQUES, INC.**

The principal place of business of this corporation shall be:

**60 N.Federal Highway,Dania, FL. 33004**

**ARTICLE II, NATURE OF BUSINESS**

This corporation may engage or transact in any or 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 1000 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: 2648 Wilson Street

Hollywood, Florida 33020-1953

and the name of the initial registered agent of the corporation at that address is: FRANCO R. VALACCA

ARTICLE V, TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI, PREEMPTIVE RIGHTS

Every shareholder upon sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII, OFFICERS AND DIRECTORS

This corporation shall have 2 officers and 2 directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Franco R. Valacca, P/S/D  
2751 Ocean Club Blvd, 105  
Hollywood, Florida 33019

Wendy J. Valacca, VP  
2751 Ocean Club Blvd, 105  
Hollywood, Florida 33019

ARTICLE VIII, SUBSCRIBER

The names and street addresses of the subscribers to these Articles of Incorporation are:

Franco R. Valacca

2751 Ocean Club Blvd, 105

Hollywood, Florida 33019

Wendy J. Valacca

2751 Ocean Club Blvd, 105

Hollywood, Florida 33019

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 18 day of AUGUST, 1999.

[Signature] (SEAL) Wendy J. Valacca

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 18 day of AUGUST, 1999.

[Signature]

NOTARY PUBLIC

My commission expires:



Fredda A. Silver  
MY COMMISSION # CC698359 EXPIRES  
March 22, 2002  
BONDED THRU TROY FAIR INSURANCE, INC

I hereby accept my appointment as registered agent.

[Signature]  
REGISTERED AGENT ( Franco R. Valacca )

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TALLAHASSEE FLORIDA