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ID Number: 135384



# STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown  
Corporations Division  
100 North Main Street  
Providence, Rhode Island 02903-1335

## BUSINESS CORPORATION

### ARTICLES OF INCORPORATION

(To Be Filed In Duplicate Original)

The undersigned acting as incorporator(s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is Motyka Fine Arts, Inc.

(This is a close corporation pursuant to § 7-1.1-51 of the General Laws, 1956, as amended.) (Strike if inapplicable.)

2. The period of its duration is (if perpetual, so state) perpetual

3. The specific purpose or purposes for which the corporation is organized are:

To engage in and carry on any lawful act or activity for which corporation may be

organized under the Rhode Island Business Corporation Act, including, without limitation

engaging in the business of selling paintings and other art objects either wholesale to

businesses or retail to the general public.

4. The aggregate number of shares which the corporation shall have authority to issue is:

(a) If only one class: Total number of shares 1,000 (If the authorized shares are to consist of one class only the par value of such shares or a statement that all of such shares are to be without par value.):

Common; no par

or

(b) If more than one class: Total number of shares \_\_\_\_\_ (State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of Chapter 7-1.1 of the General Laws, 1956, as amended, in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired but which shall not be fixed by the articles.):

5. Provisions, if any, dealing with the preemptive right of shareholders pursuant to § 7-1.1-24 of the General Laws, 1956, as amended:

The shareholders will have no preemptive right to acquire unissued or treasury shares or

securities convertible into shares or carrying a right to subscribe to or acquire shares.

**FILED**

OCT 15 2003

By Emc

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Motyka Art & Frame, Inc.  
79 Chestnut Street  
Central Falls, RI 02863

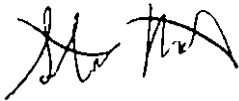
October 1, 2003

Stephen Motyka  
Motyka Fine Arts, Inc.  
79 Chestnut Street  
Central Falls, RI 02863

Dear Mr. Motyka:

I Stephen Motyka, President of Motyka Art & Frame, Inc., give permission to your company to use the name Motyka Fine Arts, Inc.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Stephen Motyka', with a stylized flourish at the end.

Stephen Motyka