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FLORIDA PROFIT CORPORATION OR P.A.

spc rug & linen outlet, inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

of

SPC RUG & LINEN OUTLET, INC.

ARTICLE I - CORPORATE NAME & ADDRESS

The name and address of the corporation is SPC Rug & Linen Outlet, Inc., 5007 NW 165th Street, Miami Gardens, FL 33014.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue ten thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal & registered office of this corporation is 5007 NW 165th Street, Miami, FL 33014 and the name of the initial registered agent of this corporation at that address is Ya-Ping Liu.

Crystal S.H. Wong, CPA (954) 462-6045
1535 SE 17th Street Suite 206
Fort Lauderdale, FL 33316

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ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The name and address of the initial directors of this corporation is:

Name: Ya-Ping Liu
Address: 5007 NW 165th Street
Miami Gardens, FL 33014

Name:
Address:

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is Ya-Ping Liu, 5007 NW 165th Street, Miami Gardens, FL 33014.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24th Day of February 2005.


_____, President

CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

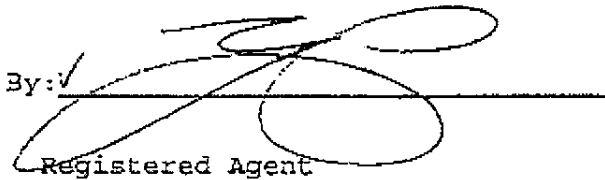
In pursuance of Chapter 507.34 of the Florida Statutes, the following is submitted, in compliance with said act:

First that SPC Rug & Linen Outlet, Inc
desiring to organize under the laws of the State of Florida
with its principle office, as indicated in the Articles of
Incorporation at the City of Miami Gardens County
of Dade State of
Florida has named Ya-Ping Liu
located at 5007 NW 165th Street
County of Dade State of Florida, as its
agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the said Act relative to keeping open said office.

By: ✓



Registered Agent

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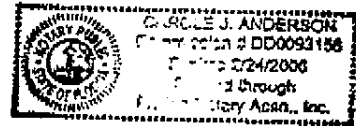
STATE OF FLORIDA:

COUNTY OF Broward :

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Ya-Ping Liu known to me and known by me to be the person who executed the foregoing Articles of Incorporation, or who has produced identification as shown below and did take an oath and who acknowledged his/her execution of the foregoing Articles of Incorporation to be his/her free act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, in the state and county aforesaid, this 24th Day of February, 2005.

George J. Anderson
Notary Public
State of Florida at Large:



NOTARY CHECK ONE:

- PERSON SIGNING DOCUMENT PERSONALLY KNOWN TO ME.
- PERSON SIGNING DOCUMENT PROVIDED THE FOLLOWING FORM OF IDENTIFICATION:

Type: _____

Serial No.: _____

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