

95000051609

7/3/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

11:20 AM

((H95000007393))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINER STREET
TALLAHASSEE, FL 32399

FROM: ACE INDUSTRIES, INC.
84 NW 11TH ST

FAX: (904) 922-4000

CONTACT: LYNN FRIEDMAN
PHONE: (308) 388-2571
FAX: (308) 388-7832

MIAMI FL 33138-2890

((H95000007393))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: AMERICA HOME SHOPPING INC.
FAX AUDIT NUMBER: H95000007393
DATE REQUESTED: 07/03/1995
CERTIFIED COPIES: 1
NUMBER OF PAGES: 8
ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED
TIME REQUESTED: 11:20:01
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 070744001630

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

((H95000007393))

** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Menu: <Ctrl R-shift>

2400 7K1

VT100

Online

FILED
95 JUL -3 PM 3:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

495A-32407

DIVISION OF CORPORATIONS

95 JUL -3 PM 1:11

RECEIVED

H95-07393

ARTICLE OF INCORPORATION

OF

AMERICA HOME SHOPPING INC.

The undersigned subscribes to these Articles of Incorporation, each a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is:
AMERICA HOME SHOPPING INC.

ARTICLE II

NATURE OF BUSINESS:

(a) The general nature of the business of the corporation to be conducted by the corporation shall be to retail and whole sale various kind of merchandise.

(b) To purchase, improve, develop, lease, exchange, sell, dispose of and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy and manage buildings of every kind and character whatsoever; to finance the purchase, improvements, development and construction of land and buildings belonging to or to be acquired by this corporation, or any other person, firm or company.

95 JUL -3 PM 3: 16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H95-07393

ACE INDUSTRIES, INC.
64 NW 11th Street
Miami, FL 33136

H95-07393

(c) To purchase or otherwise acquire and to own, mortgage, pledge, sell, assign, transfer or otherwise dispose of or invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description.

(d) To conduct business in, have one or more offices in, the State of Florida and in all other states and countries, to buy, to hold, mortgage, sell, convey, lease, or otherwise dispose of franchise, patents, copyrights, trademarks and licenses.

(e) To conduct debts and borrow money, issue or sell or pledge bonds, debentures, notes, and other evidence of indebtedness, and execute such mortgages, transfer of corporate indebtedness as required.

(f) To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock, of or any bonds, security or other evidence of indebtedness created by any other corporation of the State of Florida or any other state or government, and while the owner of such stock, to exercise all the rights, power, privileges of ownership, including the right to vote on such stock.

H95-07393

H95-07393

(g) To purchase the corporate assets of any other corporation and engage in the same nature or character of business.

ARTICLE III

The total number of shares of capital stock which may be issued by this corporation shall be 5,000 shares at \$1.00 par value each, all of which shall be common stock and shall be fully paid and non-assessable. All such stock shall be payable in cash, property, labor or service at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than Five Thousand Dollars (\$5,000.00)

ARTICLE V

The number of directors of this corporation shall not be less than one (1) nor more than three (3).

ARTICLE VI

This corporation shall have perpetual existence.

ARTICLE VII

The names and post office addresses of the first Board of Directors of this corporation who shall hold office for the first year, or until their successors are chosen, shall be.

H95-07393

H45-07393

| <u>NAME</u> | <u>OFFICE</u> | <u>ADDRESS</u> |
|--------------|-------------------------------------|--|
| YOUNG S. HAN | PRESIDENT TREASURER SECRETARY | 847 NW 119 ST SUITE #207 MIAMI FLA 33168 |

ARTICLE VIII

SUBSCRIBERS: The names and post office addresses of the subscribers to these Articles of Incorporation and the number of shares the subscribers agree to take, and the value of the consideration therefore, is:

| | | |
|--------------|--|-------------------------------|
| YOUNG S. HAN | 847 NW 119 ST SUITE #207 MIAMI FLA 33168 | 5000 shares at \$1.00 PAR. |
|--------------|--|-------------------------------|

ARTICLE IX

INITIAL REGISTERED AGENT: The street address of the initial registered office is 6331 N.W. 87th AVE. MIAMI FLORIDA 33166 and the name of the initial registered agent of this corporation is LORENA SOL SOL. The registered office address and the corporate office mailing address are one and the same as above.

ARTICLE X

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 holder of the outstanding common shares.

H45-07393

H95-07393

ARTICLE XI

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 XII

BY-LAWS: The power to adopt, alter amend, or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE XIII

AMENDMENTS: These Articles of Incorporation can be amended in the manner provided by law. Every Amendment shall be approved by the Board of Directors proposed to them by the stockholders and approved at a stockholder meeting by a majority of the stock entitled to vote.


ARTICLE XIV

STOCKHOLDER AGREEMENTS: Stockholders of this corporation may enter into such stockholders and trustees agreements as they may see fit wherein and whereby such stockholders may limit their voting rights by virtue of such stockholders and trustees agreements.

H95-07393

H95-07393

IN WITNESS WHEREOF, we have hereunto set our hands and seals and caused to be filed in the office of the Secretary of State, these Articles of Incorporation.


----- (S.E.)
YOUNG S. HAN

. H95-07393

H45-07393

ACCEPTANCE OF REGISTERED AGENT

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

SIGNATURE: _____

REGISTERED AGENT

DATE: _____

6-30-95

H45-07393

H95-07393

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared YOUNG S. HAN who acknowledged before me that he signed the foregoing Articles of Incorporation that he signed for the purposes therein expressed, freely and voluntarily.

WITNESS my hand and official seal at Miami, Dade County, Florida, on this 29 day of JULY, 1995.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

OFFICIAL NOTARY SEAL
BERNARD H BRYANT
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 008879
MY COMMISSION EXPIRES MAR 1 1998

FILED
95 JUL -3 PM 3: 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H95-07393