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LAW OFFICES OF C. JEAN-JOSEPH

MERCEDE EXECUTIVE PARK
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August 22, 1997

via Federal Express

Air Bill No: 286-2089,29

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

FILED
97 AUG 28 PM 2:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****131.25 ****131.25

Re: Haitian Artistic Marble Company

Dear Sir/Madam:

Enclosed herewith, please find, via Fedex, an original and one copy of the Articles of Incorporation and Registered Agent Designation for review and filing of record.

We also enclose our check in the amount of \$131.25 for filing fee and return of a Certified Copy of Articles and Certificate.

Upon your review, if you shall require further direction or assistance, you are authorized to call this office collect at (954)236-0202.

Please be kind enough to return our certified copy of the requested Articles and Certificate of Incorporation to our Office via Fedex using the pre-addressed Air Bill No. 2863209171 which payment shall be directly billed to our office account with Fedex.

Sincerely,


Carlo Jean-Joseph, Esq.

CARLO JEAN-JOSEPH GAVE
AUTHORIZATION BY PHONE TO
CORRECT CORP. RA.
DATE 9-2-97
DOC. EXAM QN

J. Nadeau SEP 2 1997

**ARTICLES OF INCORPORATION
OF
HAITIAN ARTISTIC MARBLE COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be: **HAITIAN ARTISTIC MARBLE COMPANY**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3730 Marlberry Lane
Miramar, Florida 33025

ARTICLE III PURPOSE

The purpose for which this corporation is organized is to import, export, sell, manage and distribute antiqued marble and natural stone produced in Haiti to the United States and throughout the world. Furthermore, the purpose of the corporation is to engage in any lawful business or activities related to the stated purpose and to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE IV LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.302 of the Florida Statutes.

ARTICLE V SHARES

The aggregate number of shares that the corporation has authority to issue is 1,000 shares, all of which shall be common shares with a par value of \$1.00.

The consideration to be paid for each share may be payable in lawful money, property, labor or services.

ARTICLE VI DURATION

The duration of existence of the corporation is perpetual.

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Name	Address
RENE GEORGES	3730 MARLBERRY LANE MIRAMAR, FL 33025

ARTICLE VII DIRECTORS

The initial Board of Directors of the corporation shall consist of eight (8) members. Subsequently, Directors will be elected by the members of the corporation at an officially specified membership meeting. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Stockholders but shall never be less than one.

The members and address of the initial members of the Board are as follows:

Name	Address
Lamy Camille	3730 Marlberry Lane Miramar, Florida 33025
Robert Baker	" " "
Burt Webber	" " "
Rene George	" " "
Roger Baker	" " "
Russ Carbone	" " "
Boris Camille	" " "
Carlo Jean-Joseph	1876 N. University Dr. - Suite 309C Plantation, Florida 33322

ARTICLE VIII INCORPORATORS

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

Name	Address
Robert Baker	2371 SW 67th Way Miramar, Florida 33023
Rene Georges	3730 Marlberry Lane Miramar, Florida 33025

ARTICLE IX OFFICERS

The initial officers of the corporation are:

Name	Address
President Robert Baker :	2371 SW 67th Way, Miramar, Florida 33023
Vice President Rene Georges :	3730 Marlberry Lane, Miramar, Florida 33025

ARTICLE X INFORMAL DIRECTOR ACTION

If all the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI BY-LAW AMENDMENT

The power to adopt, amend or repeal the by-laws of this corporation shall be vested in the Board of Directors and Stockholders provided that such an amendment be in compliance with the Florida Business corporation laws.

ARTICLE XII INDEMNIFICATION

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

The corporation shall commence its existence on the date of filing of the Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this 19th day of August, 1997.

Robert Baker

ROBERT BAKER FDL : B260 - 760 - 34 - 258 - 0

René Georges

RENE GEORGES FDL : G 622 - 720 - 53 - 375 - 0

STATE OF FLORIDA :

:SS

COUNTY OF BROWARD :

BEFORE ME, the undersigned authority, personally appeared , ROBERT BAKER and RENE GEORGES who are to me well known to be the persons described in and who executed the foregoing Articles of Incorporation as the Incorporators and they acknowledged to and before me that they executed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Plantation, Broward County, State of Florida this 19th day of August 1997.

Carlo Jean-Joseph
Notary Public

My Commission Expires:



CARLO JEAN-JOSEPH
My Commission CC528577
Expires Jan. 18, 2000

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: HAITIAN ARTISTIC MARBLE COMPANY
2. The name and address of the registered agent and office is:

RENE GEORGES
3730 Marlberry Lane
Miramar, Florida 33025

having been named to accept service of process for the above stated corporation, at the place designated in htis certificate, I herebyagree to act in this capacity, and I further agree to comply with th provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 8/26/97


RENE GEORGES

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA