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July 21, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation of BROTHERS ACRYLIC FURNITURE
MANUFACTURING, INC.

Dear Secretary of State:

Enclosed please find one original and a copy of the Articles of Incorporation of BROTHERS ACRYLIC FURNITURE MANUFACTURING, INC. A check in the amount of \$122.50 is also enclosed for the required filing fees and also for a certified copy of the Articles of Incorporation. The acceptance by the registered agent is within the Articles of Incorporation.

Please return the certified copy of the articles in the self-addressed envelope that has been provided. Thank you for your assistance in the formation of the above corporation.

Sincerely Yours,

Robert L. Bakeris
Robert Lee Bakeris, Esq.

RLB/kf

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUL 27 PM 2:50

FILED

TA-4/28/98

**ARTICLES OF INCORPORATION FOR
BROTHERS ACRYLIC FURNITURE MANUFACTURING, INC.**

The undersigned hereby adopts the following Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

ARTICLE I - NAME

The name and principal address of the corporation shall be:

BROTHERS ACRYLIC FURNITURE MANUFACTURING, INC.
105 S.E. 7th Street, Door 11
Deerfield Beach, Florida 33441

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II - PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III - STATED CAPITAL

The corporation is authorized to issue 50,000 shares of common stock having \$1.00 (One Dollar) par value per share.

Each outstanding share, regardless of class, shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefore, as is to be determined from time to time by the Board of Directors, to be paid, in whole or part, in cash or other property, tangible or intangible, or labor or services actually performed for the corporation. Shares may not be issued until full amount of the consideration therefore has been paid. Thereafter, such share shall be deemed to be fully paid and nonassessable.

ARTICLE IV - BOARD OF DIRECTORS

All corporate powers should be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of the Board of Directors.

Any and all of the powers and duties conferred to or imposed upon the Board of Directors, by resolution of the shareholders adopted at a special meeting called for that purpose, may be exercised or performed to such extent and by such person or persons as shall be provided by the shareholders.

The corporation shall have two directors initially. The number of directors may be thereafter increased or decreased from time to time in accordance with the bylaws of the corporation.

The name and street address of the initial directors who shall hold office until their successors, who shall be chosen at the first meeting of the stockholders, have qualified shall be:

CHRISTOPHER G. GRIGOREAN
1460 Sheafe Avenue N.E. #108
Palm Bay, Florida 32905

KARL GRIGOREAN
2425 Williams Town Road
Franklinville, NJ 08322

ARTICLE V - INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers or duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE VI - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders, but the Board of Directors may not alter, amend or repeal any bylaws adopted by the shareholders if the shareholders provide that the bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended at any time by vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the stockholders or at any special meeting of the stockholders called for that purpose.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is:

CHRISTOPHER G. GRIGOREAN
1460 Sheafe Avenue N.E. #108
Palm Bay, Florida 32905

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TALLAHASSEE, FLORIDA

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Office and Agent of the corporation is: 105 S.E. 7th Street, Door 11, Deerfield Beach, Florida 33441, and the name of the Initial Registered Agent of the corporation at that address is:

KAMBIZ AFTASSI

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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE *Kambiz Aftassi*
(Registered Agent) KAMBIZ AFTASSI

DATE July 16, 1998

IN WITNESS WHEREOF, the undersigned, as Incorporator, hereby executes these Articles of Incorporation this 15th day of July, 1998.

Christopher G. Grigorean
CHRISTOPHER G. GRIGOREAN

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

Before me, the undersigned authority, an officer duly authorized to minister oaths and take acknowledgments, personally appeared KAMBIZ AFTASSI, as Registered Agent, known to me or who has produced Florida Driver License as identification, and who executed the foregoing "Acceptance of Registered Agent", and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal this 16th day of July, 1998 at Boca Raton, Palm Beach County, Florida.



KAREEN FOSTER
My Commission CC485975
Expires Aug. 03, 1999
Bonded by HAI
800-422-1555

Kareen Foster
NOTARY PUBLIC
State of Florida at Large

My commission expires:

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

Before me, the undersigned authority, an officer duly authorized to minister oaths and take acknowledgments, personally appeared CHRISTOPHER G. GRIGOREAN, as Incorporator, known to me or who has produced Fl. Driv. License as identification, and who executed the foregoing "Articles of Incorporation", and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal this 15th day of July, 1998 at Boca Raton, Palm Beach County, Florida.



KAREEN FOSTER
My Commission CC485975
Expires Aug. 03, 1999
Bonded by HAI
800-422-1558

Karen Foster
NOTARY PUBLIC
State of Florida at Large

My commission expires: Aug. 3, 1999