

P97000036410



ACCOUNT NO. : 072100000032

REFERENCE : 338820 4374271

AUTHORIZATION :

Patricia Pizzu

COST LIMIT : \$ 70.00

ORDER DATE : April 22, 1997

ORDER TIME : 9:02 AM

ORDER NO. : 338820-005

CUSTOMER NO: 4374271

200002150422--8

CUSTOMER: Ms. Robin Willner
HERZFELD & RUBIN

Suite 1501
801 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: ADLER FURNITURE DISTRIBUTORS,
INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

W974256
00543

FILED
97 APR 22 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 APR 22 AM 9:53
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

84 APR 22 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 22, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: ADLER FURNITURE DISTRIBUTORS, INC.
Ref. Number: W97000009256

We have received your document for ADLER FURNITURE DISTRIBUTORS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 197A00020555

RESUBMIT

Please give original
submission date as file date.

RECEIVED
97 APR 23 PM 1:53
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION OF
ADLER FURNITURE DISTRIBUTORS, INC.**

FILED
97 APR 22 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation is **Adler Furniture Distributors, Inc.**, having its principal office located at: **3883 Pembroke Pines, Building HT-5A, Bay 1, Hollywood, Florida 33021.**

ARTICLE II

The corporation may engage in or transact any and all activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The corporation is authorized to issue and have outstanding at any one time an aggregate of One Thousand (1,000) shares of one class of common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

There shall be no preemptive rights accruing to the shareholders.

ARTICLE V

The corporation's initial Registered Agent and Registered Office in the State of Florida are:

REGISTERED AGENT: Robin I. Willner

**REGISTERED OFFICE: 801 Brickell Avenue
Suite 1501
Miami, Florida 33131**

Having been named initial Registered Agent to accept service of process for the corporation at the initial registered office designated herein, I hereby accept such status and consent to act in the capacity and agree to comply with all the requirements of law pertaining thereto.


REGISTERED AGENT: Robin I. Willner

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is one.

ARTICLE VII

The name and address of the member of the initial Board of Directors are: Adelce Adler
3883 Pembroke Pines, Building HT-5A, Bay 1
Hollywood, Florida 33021

ARTICLE VIII

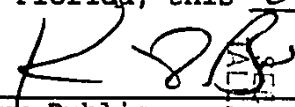
The name and address of the Incorporators of these Articles of Incorporation are: Robin I. Willner, Esquire
c/o Herzfeld & Rubin, P.A.
801 Brickell Avenue
Suite 1501
Miami, Florida 33131

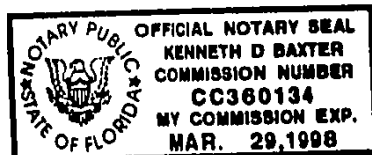

INCORPORATOR: ROBIN I. WILLNER, ESQUIRE

STATE OF FLORIDA :
COUNTY OF BROWARD:

BEFORE ME, the undersigned authority, personally appeared Robin I. Willner, Esquire, who is personally known and who stated that she was the person described in and who executed the foregoing Articles of Incorporation and she acknowledged before me that she signed same for the purposes therein expressed.

WITNESS my hand and official seal at Miami, Florida, this 21 day of April, 1997.


Notary Public



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97 APR 22 AM 10:51
STATE
OF
FLORIDA