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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : YESIT J. CAMPO, P.A.
Account Number : I20000000190
Phone : (305) 593-2003
Fax Number : (305) 593-0066

FLORIDA PROFIT CORPORATION OR P.A.

A.B.C. Design & Upholstery Corp.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

W-21878

B. McKnight SEP - 7 2000

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CERTIFICATE OF INCORPORATION

OF

A.B.C. DESIGN & UPHOLSTERY CORP.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

A.B.C. Design & Upholstery Corp.

ARTICLE II - PRINCIPAL OFFICE

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

**2033 Tyler Street
Hollywood, FL 33020**

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV- CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo
9572 NW 41st Street
Miami, FL 33178
(305) 593-2003

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ARTICLE VI -- INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Modesto Ramos
2033 Tyler Street
Hollywood, FL 33020

ARTICLE VII -- BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initially directors of this corporation are:

Modesto B. Ramos President	2033 Tyler Street Hollywood, FL 33020
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John Cardenas Secretary	2033 Tyler Street Hollywood, FL 33020
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ARTICLE VIII -- INCORPORATOR

The name and street address of the incorporator to these articles is:

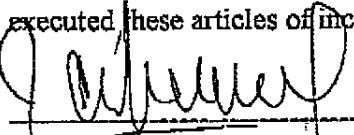
John Cardenas 2033 Tyler Street Hollywood, FL 33020	Modesto B Ramos 2033 Tyler Street Hollywood, FL 33020
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ARTICLE IX -- INDEMNIFICATION

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

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 29th day of August, 2000.


 John Cardenas


 Modesto B Ramos

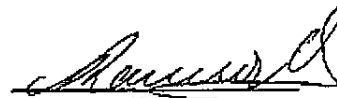
CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSED:

That **A.B.C. Design & Upholstery Corp.** desiring to organize under the laws of the state of Florida has appointed Modesto B Ramos of 2033 Tyler Street, Hollywood Fl. 33020 as registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of **A.B.C. Design & Upholstery Corp.** to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to the act in this capacity, and agree to comply with the applicable provisions of the Florida Statutes, this 29th day of August, 2000.


 Modesto Ramos
 Registered Agent

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