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FLORIDA PROFIT CORPORATION OR P.A.

decor arts, inc.

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ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, SUBSCRIBERS TO THESE ARTICLES FOR THE FORMATION OF A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA PURSUANT TO THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE I

CORPORATE NAME

THE NAME OF THIS CORPORATION SHALL BE DÉCOR ARTS, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

THIS CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND THE STATE OF FLORIDA.

ARTICLE III

CAPITAL STOCK

THIS CORPORATION SHALL BE AUTHORIZED TO HAVE A MAXIMUM OF FIVE HUNDRED (500) SHARES OF STOCKS OUTSTANDING AT ANY GIVEN TIME. THE SHARES OF STOCK AUTHORIZED SHALL HAVE A PAR VALUE OF ONE DOLLAR (\$1.00).

ARTICLE IV

INITIAL CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE ONE HUNDRED AND 00/00 (\$100.00) DOLLARS.

PREPARED BY: CORDERO CPA P.A.
ALFONSO CORDERO
8025 NW 36 STREET STE. 302
MIAMI, FLORIDA 33166

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ARTICLE V

DURATION AND BEGINNING OF CORPORATE EXISTENCE

THIS CORPORATION IS TO EXIST PERPETUALLY. THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BE THE REGISTRATION DATE WITH THE DEPARTMENT OF STATE.

ARTICLE VI

PRINCIPAL OFFICE AND REGISTERED AGENT

THE INITIAL ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IN THE STATE OF FLORIDA IS:

13499 NE BISCAYNE BLVD. STE. 1409
MIAMI, FLORIDA 33181

THE BOARD OF DIRECTORS MAY FROM TIME TO TIME MOVE THE PRINCIPAL OFFICE OF THIS CORPORATION TO ANY OTHER ADDRESS IN FLORIDA. THE REGISTERED AGENT OF THIS CORPORATION SHALL BE:

SILVIA RICARDO
13499 NE BISCAYNE BLVD. STE. 1409
MIAMI, FLORIDA 33181

ARTICLE VII

DIRECTOR

THIS CORPORATION SHALL HAVE THREE DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

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ARTICLE VIII

BOARD MEMBERS

THE NAME AND TITLE OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND THE STATE OF CORPORATE OFFICERS IS AS FOLLOWS:

NAME	TITLE
SILVIA RICARDO 13499 NE BISCAYNE BLVD. STE. 1409 MIAMI, FLORIDA 33181	PRESIDENT
ADRIANA DEL PILAR CONDE 13499 NE BISCAYNE BLVD. STE. 1409 MIAMI, FLORIDA 33181	SECRETARY
SANDRA CONDE 13499 NE BISCAYNE BLVD. STE. 1409 MIAMI, FLORIDA 33181	TREASURER

ARTICLE IX

SUBSCRIBER

THE NAME AND ADDRESS OF THE SUBSCRIBER OF THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

SILVIA RICARDO 13499 NE BISCAYNE BLVD. STE. 1409 MIAMI, FLORIDA 33181	SANDRA CONDE 13499 NE BISCAYNE BLVD. STE. 1409 MIAMI, FLORIDA 3318
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ARTICLE X

PREEMPTIVE RIGHTS

SHOULD ANY STOCKHOLDER WISH TO DISPOSE OF HIS STOCK IT SHALL FIRST BE OFFERED TO THE REMAINING STOCKHOLDERS, AT A PRICE NO GREATER THAN A BONA-FIDE OFFER BY ANY THIRD PERSON, AND SAID SHALL BE AVAILABLE FOR A PERIOD OF NINETY (90) DAYS TO SUCH REMAINING STOCKHOLDERS. IN THE EVENT THAT ANY OF SAID STOCK IS NOT PURCHASED BY ANY OF THE REMAINING STOCKHOLDERS WITHIN NINETY (90) DAYS OF THE OFFER, SAID

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STOCK MAY THEN BE SOLD BY THE STOCKHOLDER TO A THIRD PERSON
APPROVED BY THE OTHER SHAREHOLDERS.

ARTICLE XI

AMENDMENT


THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER
PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD
OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT
A STOCKHOLDERS MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE
THEREON.

ARTICLE XII

THE STOCK OF THIS CORPORATION MAY BE ISSUED PURSUANT TO THE
PROVISIONS OF SECTION 1244 OF THE INTERNAL REVENUE CODE, SO THAT THE
STOCKHOLDERS OF THE CORPORATION MAY RECEIVE THE BENEFITS PROVIDED
THEREUNDER.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED
THESE ARTICLES OF INCORPORATION THE 27 DAY OF SEPTEMBER, 2000.


SILVIA RICARDO


SANDRA CONDE

ACKNOWLEDGMENT

HAVING BEEN NAMED ABOVE AS REGISTERED AGENT TO ACCEPT SERVICE
OF PROCESS FOR THE ABOVE SLATED CORPORATION, AT PLACE
DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT TO ACT IN THE
CAPACITY AND AGREE TO COMPLY WITH THE PROVISION OF SAID ACT
RELATIVE TO KEEPING OPEN SAID OFFICE.


SILVIA RICARDO

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