

PO1000037839

10140 SW 99 Avenue
Miami, FL 33176
March 26, 2001

300003929683--2
-03/29/01--01080--016
*****70.00 *****70.00

State of Florida
Corporations Registry
Department of Revenue
P.O. Box 6327
Tallahassee, FL 32314

300003929683--2
-03/29/01--01080--017
*****8.00 *****8.00

Dear Sir or Madam:

Enclosed please find a copy of the articles of incorporation and by-laws for Hospitality
solicit incorporation in the state of Florida. I have at the same time submitted forms SS-4 and
Internal Revenue Service to be considered an "S" corporation.

I also hereby acknowledge to be the initial registered agent for the corporation with all the responsibilities
charged to such position.

I am also enclosing my check for \$70.00 for the registration fee and another check for \$8.00 for a certified
copy of the enclosed articles.

Thank you very much.

Sincerely,



Rebeca Almandez for
Hospitality Concepts, Inc.

271-0803
(305) 2005

Wol-7470
gk4/3

01 APR 25 PM 4:41
FILED
TALLAHASSEE, FLORIDA
SECRETARY OF STATE



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 3, 2001

REBECA ALMANDOZ
10140 SW 99 AVE.
MIAMI, FL 33176

SUBJECT: HOSPITALITY CONCEPTS, INC.
Ref. Number: W01000007470

We have received your document for HOSPITALITY CONCEPTS, INC. and your check(s) totaling \$78.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the original and one copy of 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 (850) 487-6878.

Alan Crum
Document Specialist
New Filing Section

Letter Number: 201A00019821

ARTICLES OF INCORPORATION
of
HOSPITALITY Designs, INC..

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is Hospitality *Designs* Inc.

ARTICLE II
INITIAL PRINCIPAL OFFICE

The mailing address of the corporation's initial principal office is:

10140 SW 99 Avenue
Miami, FL 33176

ARTICLE III
SHARES

The total number of shares which the corporation shall have authority to issue is 100 shares of no par value stock.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such address is:

Rebeca Almandoz
10140 SW 99 Avenue
Miami, FL 33176

ARTICLE V
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of the United States of America and the laws of the state of Florida, particularly as it relates to hotel and restaurant furnishings, equipment and supplies.

FILED
01 APR 13 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI DIRECTORS

The name and residence address of the person constituting the initial board of directors is:

Rebeca Almandoz
10140 SW 99 Avenue
Miami, FL 33176

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII OTHER PROVISIONS

Director or Officer Interest. In the absence of fraud, no transaction between (a) this corporation and (b) any other association, corporation or any director or officer of this corporation individually, shall be affected by the fact that any director or officer of this corporation is individually a party to the transaction or is interested in or is a director or officer of such other association or corporation.

Corporate Seal. The corporation shall have no corporate seal.


Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

**ARTICLE IX
BY-LAWS**

The power to adopt, alter, amend or repeal by-laws is vested in the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

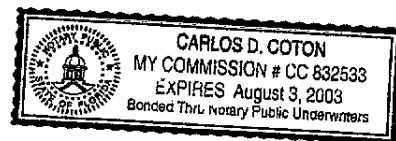

Rebeca Almandoz
10140 SW 99 Avenue
Miami, FL 33176

State of Florida, County of Miami-Dade, ss:

Subscribed and sworn before me this 26th day of March, 2001 by Rebeca Almandoz,
known to me and to me well known.



Carlos D. Coton
Notary Public
State of Florida at Large

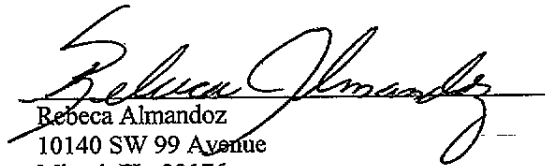


ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal by-laws is vested in the board of directors.


Certification

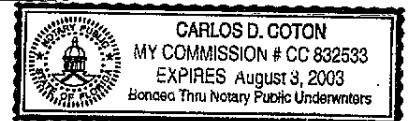
I certify that I have read the above Articles of Incorporation and that they are true and correct
my knowledge.


Rebeca Almandoz
10140 SW 99 Avenue
Miami, FL 33176

FILED
01 APR 13 PM 2:41
best of
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

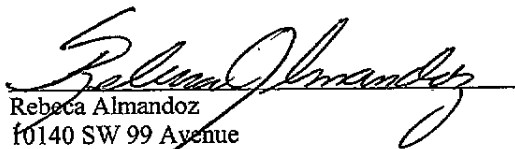
State of Florida, County of Miami-Dade, ss:
Subscribed and sworn before me this 10 day of April, 2001 by Rebeca Almandoz,
known to me and to me well known.


Carlos D. Coton
Notary Public
State of Florida at Large




Registered Agent Certification

This is to certify that I hereby am familiar with and accept the duties and responsibilities as Registered
Agent for Hospitality Concepts, Inc.


Rebeca Almandoz
10140 SW 99 Avenue
Miami, FL 33176

State of Florida, County of Miami-Dade, ss:
Subscribed and sworn before me this 10 day of April, 2001 by Rebeca Almandoz,
known to me and to me well known.


Carlos D. Coton
Notary Public
State of Florida at Large

