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FLORIDA PROFIT CORPORATION OR P.A.

discount art & frames, inc.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
DISCOUNT ART & FRAMES, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms this corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is DISCOUNT ART & FRAMES, INC.

ARTICLE II - NATURE OF BUSINESS

The nature of the business and the objects and purposes to be transacted and carried on are to engage in any and every activity or business as lawfully permitted under the laws of the State of Florida and the laws of the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having no par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is five hundred (\$500.00) dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually.

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DISCOUNT ART & FRAMES, INC.
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ARTICLE VI - INITIAL ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is 12400 SW 99th Street, Miami, Florida 33186.

ARTICLE VII - OFFICERS AND DIRECTORS

This corporation shall have two directors 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. The name and address of the initial Directors and Officers of this corporation is:

OMAR M. VAZQUEZ, Director, President and Secretary
12400 SW 99th Street, Miami, Florida 33186

ENIER L. ROJAS, Director, Vice-President and Treasurer
7050 W. Flagler Street, Apt. #7, Miami, Florida 33144

ARTICLE VIII - SUBSCRIBER AND INCORPORATOR

The incorporator of and subscriber to these Articles of Incorporation is OMAR M. VAZQUEZ.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENTS


Except as otherwise provided hereinabove, these Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the

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Board of Directors, proposed by it to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ARTICLE XI - REGISTERED OFFICE AND AGENT

OMAR M. VAZQUEZ is hereby designated as Registered Agent for this corporation in the State of Florida for service of process, and 12400 SW 99th Street, Miami, Florida 33186, as the Registered Office.




OMAR M. VAZQUEZ, as Subscriber,
Incorporator, and Registered Agent

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

I, a Notary Public duly authorized in the State and County named above to take acknowledgments, hereby certify that OMAR M. VAZQUEZ, personally appeared as the Incorporator, Subscriber, and Registered Agent thereof, and acknowledged before me that he executed the same in said capacities and for the purpose intended.

Dated this 18th day of JULY, 2001.





Notary Public

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**Certificate designating (or changing)
place of business or domicile for the
service of process within this State,
naming agent upon whom the
process may be served.**

In pursuance with the Florida Statutes, the following is submitted, in compliance with said Act:

First -- That DISCOUNT ART & FRAMES, INC.

(Name of Corporation)

desiring to organize under the laws of the State of FLORIDA with its principal office, as indicated in the Articles of Incorporation, at MIAMI-DADE COUNTY, Florida has named OMAR M. VAZQUEZ, located at 12400 SW 99th Street, Miami, Florida 33186, as its agent to accept service of process within this state.

Acknowledgement: Must be signed by designated agent.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By:


OMAR M. VAZQUEZ, Registered Agent

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