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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.**CALERO FURNITURE COMPANY, INC.**

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

CALERO FURNITURE COMPANY, INC.
1541 STONEHAVEN DRIVE # 4
BOYNTON BEACH, FL 33436

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida General corporation act, hereby adopts(s) the following articles of incorporation.

ARTICLE I NAME

The name of this corporation shall be:

CALERO FURNITURE COMPANY, INC.

The principal place of business of this corporation shall be:

1541 STONEHAVEN DRIVE # 4
BOYNTON BEACH, FL 33436

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK.

The aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any on the time is: 1000 Shares at ONE Dollar with a total of ONE THOUSAND Dollars.

ARTICLE IV TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS.

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporations existence or until their successor(s) is(are) elected, is(are):

President:

CARLOS ALBERTO CALERO
1541 STONEHAVEN DRIVE # 4
BOYNTON BEACH, FL 33435

Vice-president

MARCELO ALBERTO CALERO
459 W OCEAN AVENUE
BOYNTON BEACH, FL 33435

ARTICLE VI INCORPORATION(S).

The name(s) and street address(es) of the incorporator(s) to this article of incorporation is(are)

President:

CARLOS ALBERTO CALERO
1541 STONEHAVEN DRIVE # 4
BOYNTON BEACH, FL 33435

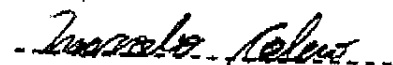
Vice-president

MARCELO ALBERTO CALERO
459 W OCEAN AVENUE
BOYNTON BEACH, FL 33435

In witness whereof, the undersigned incorporator(s) has(have) executed these article of incorporation this 30th day of NOVEMBER, 2001.

Signature(s) of incorporator(s)


CARLOS ALBERTO CALERO


MARCELO ALBERTO CALERO

(seal)

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.325 Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida submits the following statement, in designating the registered office/ registered agent, in the State of Florida.

1. The name of the corporation is:

CALERO FURNITURE COMPANY, INC.

2. The name and address of the registered agent and office is:

CARLOS ALBERTO CALERO

1541 STONEHAVEN DRIVE # 4

(P.O. BOX NOT ACCEPTABLE)

BOYNTON BEACH, FL 33436

(CITY/STATE/ZIP)

SIGNATURE:

Carlos Alberto Calero

TITLE

President

DATE :

NOVEMBER 20th, 2001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATION OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

Carlos Alberto Calero

DATE NOVEMBER 20th, 2001