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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-01/02/02--01069--003
*****87.50 *****87.50

SUBJECT: EMPIRE ART PRODUCTS CO., INC

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM:

GARY HELMAN

Name (Printed or typed)

2800 NW 125th St

Address

MIAMI, FL 33167

City, State & Zip

305-688-5300

Daytime Telephone number

FILED
2002 JAN -2 AM 7:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

* Please Return Documents U.A. ENCLOSED
FED Ex. Packet

NOTE: Please provide the original and one copy of the articles.

5/1/10/02

ARTICLES OF INCORPORATION
OF

ARTICLE ONE
NAME OF CORPORATION

The name of the corporation is Empire Art Products Co., Inc.

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2002 JAN -2 AM 7: 52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE TWO
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these articles with the Department of State.

ARTICLE THREE
PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under chapter 607, Florida Statutes, as same now exists or as it may be hereafter amended.

ARTICLE FOUR
CAPITAL STOCK

This corporation is authorized to issue 120 shares of (\$.01) par value common stock which shall be designated as "Common Shares".

ARTICLE FIVE
PREEMPTIVE RIGHTS

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

ARTICLE SIX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2800 NW 125th Street, Miami, FL 33167 and the initial registered agent of this Corporation at that address is Gary Helman. The corporation's principal address shall be at 2800 NW 125th Street, Miami, FL 33167.

ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS

The Corporation shall have three Directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by the bylaws: however, there shall never be less than two Directors or more than six. The names and address of the initial Board of Directors are as follows:

Gary Helman 1082 San Luis Rey, Weston, FL 33326
Elliott Slavis 10827 Cypress Glen Drive, Coral Springs, FL 33071
Shelly Spak 12639 NW 18th Place, Coral Springs, FL 33071

ARTICLE EIGHT
INCORPORATORS

The name and address of the Incorporator signing these articles is:

Gary Helman
1082 San Luis Rey,
Weston, FL 33326

ARTICLE NINE
INDEMNIFICATION

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

ARTICLE TEN
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.


In Witness whereof, the undersigned Incorporator has executed these Articles of Incorporation on this the 20th day of December 2001.


Gary Helman
Incorporator

STATE OF FLORIDA
COUNTY OF DADE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Gary Helman, known to me to be and known by me to be the person, who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.


IN WITNESS WHEREOF, I have set my hand and seal in the State and County above this 20th day of December 2001.


Notary Public

My Commission Expires:



I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.


Gary Helman, Registered Agent

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TALLAHASSEE FLORIDA