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Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0381

From:
Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

FLORIDA PROFIT CORPORATION OR P.A.

THE LEATHERY OF FLORIDA, INC.

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|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 1 |
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ARTICLES OF INCORPORATION OF
THE LEATHERY OF FLORIDA, INC.

ARTICLE I

CORPORATE NAME

The name of this corporation shall be: THE LEATHERY OF FLORIDA, INC.

ARTICLE II

NATURE OF CORPORATE BUSINESS

The 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 is authorized to issue a maximum of Ten Thousand (10,000) shares of common stock having a par value of One Dollars (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be: ADRIAN LUFT, 8950 N.E. 8th Avenue, Apt. 403, Miami Shores, Florida 33138.

ARTICLE V

MAILING ADDRESS OF CORPORATION

The Corporation's mailing address shall be: 3460 Main Highway, Coconut Grove, Florida 33133.

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ARTICLE VI.

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII.

INITIAL DIRECTOR

The name and post office address of the first Director of the Corporation is:

Name

Adrian Luft

Address

ADRIAN LUFT, 8950 N.E. 8th Avenue, Apt.
403, Miami Shores, Florida 33138

The first Director shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII.

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is:

Incorporator

Adrian Luft

Address

ADRIAN LUFT, 8950 N.E. 8th Avenue, Apt.
403, Miami Shores, Florida 33138

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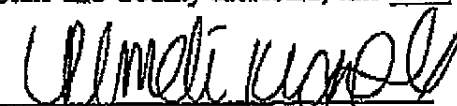
THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


 ADRIAN LUFT

STATE OF FLORIDA)
 : SS
 COUNTY OF DADE)

BEFORE ME, the undersigned authority, appeared ADRIAN LUFT, who is personally known to me or who has produced driver's license as identification, and acknowledged that he executed said Articles of Incorporation.

WITNESS my hand and seal in the State and County aforesaid, this 22nd day of January, 2002.



 NOTARY PUBLIC, State of Florida
 Print Name: Randi Krongold
 My Commission Expires:

THE UNDERSIGNED hereby accepts the foregoing designation as initial Registered Agent and agrees to comply with the provisions of law applicable to said designation.


 ADRIAN LUFT, Registered Agent

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