THOMAS M. FITZGIBBONS

TELEPHONE (941) 953-5697

22 SOUTH TUTTLE AVENUE SUITE 4

SARASOTA, FLORIDA 34237

February 11, 2002

TELECOPIER (941) 951 - 0279

400004911134---02/12/02--01031--024 *****78.75 *****78.75

VIA: UPS NEXT DAY AIR 1Z F24 827 22 1000 075 7 Department of State Division of Corporations The Capitol 409 E. Gaines Street

Tallahassee, Florida 32399

RE: Unique Furniture & Accessories, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation. Also enclosed is our check in the amount of \$78.75 for the filing of same.

Please file the Articles of Incorporation and return a copy to me at the above address. Thank you for your assistance in this matter.

Sincerely,

Thomas M. Fitzgibbons

TMF/tlm Enclosures

ARTICLES OF INCORPORATION

OF

Unique Furniture & Accessories, Inc.

ARTICLE I. CORPORATE NAME.

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SECTABLESEE FLORIDA

The name of this corporation is: Unique Furniture & Accessories, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of Unique Furniture & Accessories, Inc. shall be:

300 North Tamiami Trail Sarasota, Florida 34236

ARTICLE III. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all businesses permitted under the laws of the State of Florida.

ARTICLE IV. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 7,000 shares of common stock having par value of \$1.00 per share.

ARTICLE V. TERM OF EXISTENCE.

This Corporation shall have perpetual existence and these articles shall be effective when duly filed with the Florida Secretary of State.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one. The person named as initial director shall hold office for the first year of existence of this Corporation or until a successor is elected or appointed and has qualified, whichever occurs first.

ARTICLE VII. INITIAL DIRECTORS.

The name of the initial director of this Corporation and street address is:

Laura M. Thomas 300 North Tamiami Trail Sarasota, Florida 34236

ARTICLE VIII. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Thomas M. Fitzgibbons 22 South Tuttle Avenue Suite 4 Sarasota, Florida 34237

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE IX. INCORPORATION.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Laura M. Thomas 300 North Tamiami Trail Sarasota, Florida 34236

ARTICLE X. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholder's meeting by at least a majority of the stock entitled to vote, 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.

IN WITNESS WHEREOF, the undersigned Laura M. Thomas, as Incorporator, has executed the foregoing Articles of Incorporation on the $\parallel^{\uparrow \eta}$ day of February, 2002.

Laura M. Thomas, Incorporator

CERTIFICATE OF ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, **Thomas M. Fitzgibbons**, having been named as Registered Agent to accept service of process for Unique Furniture & Accessories, Inc. at the place designated in this certificate, hereby states he is familiar with and accepts the appointment as Registered Agent and agrees to act in this capacity:

Registered Agent:

Thomas M. Fitzgibbons

Registered Office:

22 South Tuttle Avenue

Suite 4

Sarasota, Florida 34237

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 11 day of February, 2002.

Thomas M. Fitzgibbons Registered Agent

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