

FROM

DIVISION OF CORPORATIONS

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**P04000138773**

Florida Department of State  
Division of Corporations  
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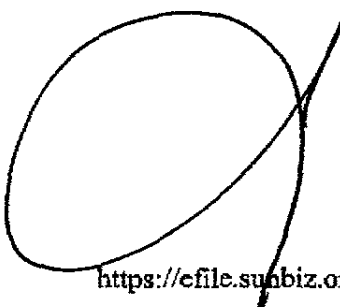
**First Floor, Inc.**

Certificate of Status	0
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 10/6/04

FROM

(THU) OCT 7 2004 3:03/ST. 3:02/No. 6834432024 P 1



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 6, 2004

KALKAS BUSINESS SERVICES

SUBJECT: FIRST FLOOR, INC.  
REF: W04000036862

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

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FROM

(THU) OCT 7 2004 3:03/ST. 3:02/No. 6834432024 P 3

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ARTICLES OF INCORPORATION OF

First Floor Designer's Club, Inc.

(Name of Corporation)

ARTICLE I - NAME

The name of this corporation is:

First Floor Designer's Club, Inc.

with the principal place of business located at:

700 Euclid Ave. #G 4  
Miami Beach, FL 33139

ARTICLE II - PURPOSE

This corporation shall have perpetual existence and it may engage in any and all lawful businesses under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of common stock of no par value each share.

ARTICLE IV - INITIAL REGISTERED OFFICE

The street address of the Registered Office of this corporation is:

245 SE 1<sup>st</sup> Street, Suite 311  
Miami, FL 33131

The name of the initial Registered Agent of this corporation is:

Martti Kalkas

H04000199643

ARTICLE V - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) director initially. The number of directors may

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be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is:

Simone Cristina Tormena; President  
700 Euclid Ave. #G 4, Miami Beach, FL 33139

Maithe Barcha; Vice President  
700 Euclid Ave. #G 4, Miami Beach, FL 33139

Juliano Soarez de Oliveira; Vice President  
700 Euclid Ave. #G 4, Miami Beach, FL 33139

#### ARTICLE VI - INCORPORATORS

The name of and address of the persons signing this article are:

Simone Cristina Tormena  
700 Euclid Ave. #G 4, Miami Beach, FL 33139

#### ARTICLE VII - INDEMNIFICATION

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

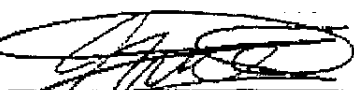
#### ARTICLE VIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the director of, or shareholders of this corporation.

#### 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.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6<sup>th</sup> day of October 2004.



Incorporator

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CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED

WITNESSETH:

That the First Floor Designer's Club, Inc. desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Miami-Dade State of Florida, has appointed

Martti Kalkas  
245 SE 1<sup>st</sup> Street, #311  
Miami, FL 33131

as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named by the

First Floor Designer's Club, Inc.

to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for the said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 6<sup>th</sup> day of October 2004.



Registered Agent

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