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## LAZARUS CORPORATE FILING SERVICE

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| Certified Copy  Copy  Certificate of Status   |
| endment ignation of R.A., Officer/Director inge of Registered Agent solution/Withdrawal ger |
| TRATION/QUALIFICATION   |
| eign<br>ited Partnership<br>nstatement<br>demark<br>er                                      |
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CR2E031(7/97)



#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

August 23, 2005

**LAZARUS** 

SUBJECT: FASCINATING FURNITURE MFG, CORP. Ref. Number: W05000039933

We have received your document for FASCINATING FURNITURE MFG, CORP.. However, the document has not been filed and is being returned for the following:

You failed to make the correction(s) requested in our previous letter.

The name of the entity must be identical throughout the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole Document Specialist New Filings Section

Letter Number: 505A00053498

### OF

FASCINATING FURNITURE MFG, CORP

The undersigned incorporate for the purpose of becoming a corporation under the laws of the State of Florida, providing for the formation, rights, privileges, immunities and liabilities of incorporations, for he profit, and subject to the following provisions:

|  | •   |
|--|---|
| The name of the corporation shall be:    | ARTICLE - I FASCINATING FURNITURE MFG, CORP                   |
| *  | ARTICLE - II  |
| This corporation shall have perpetual en | xistence.   |
| /  | ARTICLE - III   |
| This corporation is organised for the pu | arpose of transacting any, or all lawful business.            |
| · · · · · · · · · · · · · · · · · · ·    | ARTICLE - IV  |
| The aggregate maximum number of sha      | ares which this corporation shall have authority to issue and |
| have outstanding at any one time is      | 500 shares of common stock at \$ 2,00                         |
| ( Two Dollars ) ne                       | r share   |

#### ARTICLE - V

The post office address of the initial registered office of this corporation in the State Of Florida is:

549 Palmetto Dr, Miami Spaings, Fl 33166
The name of the initial registered agent at such address is:

JESUS L COMEZ

#### ARTICLE - VI

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, no more than seven, and shall be fixed by resolution of the stockholders at a regular or special meeting, subject to the manner of holding such meetings prescribed by the by - laws

#### ARTICLE - VII

The board of Directors may from time to time move the registered office to any other address in Florida whenever the Directors may deem necessary or expedient.

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#### ARTICLE - VIII

The name and post office address of the members of the Board of Directors who shall serve as members thereof are as follows:

#### BOARD OF DIRECTORS

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#### ADDRESS

Jesus L.Gomez ((President) 549 Palmetto Dr. Miami Springs, Fl 33166
Ana Gomez (Secretary) 549 Palmetto Dr. Miami Springs, Fl 33166

The name and the post office address of the subscribers to these Articles of Incorporation and the number of shares of stock each agree to take is:

NAME \_\_\_\_ADDRESS NO. OF SHARES

Jesus L.Gomez 549 Palmetto Dr. Miami Spaings, Fl 33166 (250)

#### ARTICLE-IX-

This corporation shall have full power to carry on and transact each or all business enumerated in Article III of the Articles of Incorporation, shall have all the general and additional power now conferred upon it by the law.

#### ARTICLE - X

Amendments to the Articles of Incorporation, Merger, Consolidation or Dissolution shall be approved and submitted to the Stockholders for unanimous approval. Thirty days notice shall be provided.

#### ARTICLE - XI

Shareholders of the corporation shall have preemptive rights to acquire their prorata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, the acquisition of their corporations shares of property through merger of the extinguishment of debts.

Preemptive rights (NOT) apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.

These articles pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders of each affected class.

No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

These preemptive rights shall apply to any corporate obligation which is convertible to or exchangeable for any stock of the corporation, or where there is attached to said obligation any stock warrants or rights which allow the holder to acquire by subscription or purchase any stock of the corporation.

| 12 day of   | August , 2005 .  |      |
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| TATE OF FLORIDA (   | •  |      |
| COUNTY OF DADE ( SS   |  |      |
| affelet tid is &Alic Blam secondarioni  |  |      |
| tcknowledgements, personal  Jesus L. Gomez  Who first being duly swom,                        | executed the foregoing ARTICLES OF INCORPORA   | ·    |
| Jesus L. Gamez  Who first being duly swom, freely and voluntarily for the IN WITNESS WHEREOF, | y appeared:  executed the foregoing ARTICLES OF INCORPORA  | 110  |
| Jesus L Gamez  Who first being duly swom, freely and voluntarily for the                      | y appeared:  executed the foregoing ARTICLES OF INCORPORA purpose therein expressed.  I have hereunto set my hand and official Seal a Mianni | 7110 |

CERTIFICATE DESIGNATING CHANGE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 48.091, Florida statutes, the is submitted, in

compliance with said Act:

First - That

FASCINATING FURNITURE MFG. CORP.

qualified to do business under the laws of the State of Florida with its principal office at 549 Palmetto Drive. M Springs of State of Florida has appointed

Jesus L. Gomez

(Street address and number of building, Post Office Box of acceptable).

City of Miami Springs, Fl County of Dade

State of, as its agent to accept services of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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comply with the provision of said Act relative to keeping open said office.

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to

Registered Agent )

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