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FLORIDA PROFIT/NON PROFIT CORPORATION

The Design Emporium, Inc.

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November 9, 2009

FLORIDA DEPARTMENT OF STATE

LAW OFFICE OF LAUREN M. ILVENTO, P.A. Division of Corporations

SUBJECT: THE DESIGN EMPORIUM, INC.
REF: W09000049527

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ARTICLES OF INCORPORATION
OF
THE DESIGN EMPORIUM, INC.

The undersigned, acting as Incorporator of this Corporation pursuant to Chapter 607 of the Florida Statutes, hereby forms a Corporation for profit under the laws of the State of Florida.

ARTICLE I - NAME AND DURATION

The name of the Corporation shall be THE DESIGN EMPORIUM, INC. This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this Corporation shall be located at 2650 West State Road 434, Longwood, Florida 32779. The mailing address of the Corporation shall be 2650 West State Road 434, Longwood, Florida 32779.

ARTICLE III - PURPOSE

The purpose of the Corporation is to engage in any lawful acts and activities for which corporations may be organized under the Florida Business Corporation Act, Florida Statutes Chapter 607. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE VI - CAPITAL STOCK

The maximum number of shares of capital stock that this Corporation is authorized to issue and have outstanding at any one time is TEN THOUSAND (10,000) shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE VI - TRANSFER OF SHARES

If the Shareholders of the Corporation agree at a meeting of the shareholders or in any resolution or written agreement to elect Subchapter S status pursuant to the Internal Revenue Code of the United States as in effect from time to time, then any transfer of the Corporation's Stock

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which are not in accordance with such agreement, whether by operation of law or otherwise, are null and void ab initio.

ARTICLE IX INITIAL BOARD OF DIRECTORS

The initial number of directors of this Corporation shall be one (1). The initial director is Sara Monahan, 2650 West State Road 434, Longwood, Florida 32779. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of this Corporation, but shall never be less than one (1).

ARTICLE VII - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 450 North Wymore Road, Winter Park, Florida 32789. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Lauren M. Ilvento, Esq., Law Office of Lauren M. Ilvento, P.A. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VII - BYLAWS

The power to adopt, amend or repeal Bylaws for the management of this Corporation shall be vested in the Board of Directors and the shareholders. The Board of Directors may amend or repeal any Bylaw adopted by the shareholders unless the shareholders specifically provide that such Bylaw is not subject to amendment or repeal by the Board of Directors.

ARTICLE IV INDEMNIFICATION

The Corporation shall indemnify each incorporator, officer, director, former incorporator, former officer or former director of the Corporation, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, and in the discretion of the Board of the Corporation, indemnify any and all other persons whom it shall have power to indemnify under said Section or otherwise under applicable law, from and against any and all of the liabilities, expenses or other matters referred to or covered by said Section. The indemnification provisions contained in the Florida Business Corporation Act shall not be deemed exclusive of any other rights of which those indemnified may be entitled under any Bylaw, agreement, resolution of shareholders or directors, or otherwise.

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ARTICLE V - STOCK RESTRICTION AGREEMENTS

Agreements among this Corporation's shareholders or between this Corporation and its shareholders made in accordance with the provisions of Florida Statutes Sections 607.0731 and 607.0627 shall be in writing and shall be maintained at the principal office of this Corporation.

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator of this Corporation is Sara Monahan, 2650 West State Road 434, Longwood, Florida 32779.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 6TH day of NOVEMBER, 2009.

INCORPORATOR:


Sara Monahan

SECRETARY OF STATE,
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

I agree to act as Registered Agent to accept service of process and further state that I am familiar with and accept the duties and responsibilities of Registered agent for The Design Emporium, Inc.

REGISTERED AGENT:

LAW OFFICE OF LAUREN M. ILVENTO, P.A.


LAUREN M. ILVENTO, ESQ.

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