

P95000021005

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (804) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: DESIGNS BY GRANCESCA, INC.

FAX AUDIT NUMBER: H95000002955

DATE REQUESTED: 03/15/1995

CERTIFIED COPIES: 1

NUMBER OF PAGES: 4

ESTIMATED CHARGE: \$122.50

CURRENT STATUS: REQUESTED

TIME REQUESTED: 10:08:39

CERTIFICATE OF STATUS: 0

METHOD OF DELIVERY: FAX

ACCOUNT NUMBER: 072450003255

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((H95000002955))
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TALLAHASSEE, FLORIDA

524111 11

MM-15-1995 11:21 FROM ENPIRE

TO

DIV COMP

FILED
05/18/1995 11:21:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H 9500000 2955

ARTICLES OF INCORPORATION

✓ FRANCESCO DESIGNS BY FRANCESCA, INC.
(Name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME/ADDRESS

The name of the corporation and address of the corporation is:
(Principal)

✓ DESIGNS BY FRANCESCA, INC. ✓ 1818 N.E. 31st. #1906
N.M. Bch. FL. 33160

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue Fifty Shares (50) of Ten Dollar(s) (\$ 10.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent of this corporation is:

Name: ✓ FRANCESCO RICHARD
Address: ✓ 1818 N.E. 31st. #1906
City: ✓ N.M. Bch. State: FL. Zip: 33160

Prepared by:
Douglas W. Destarte
9506 Red Rd

Miami, FL 33130 (305) 465-7155

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

Name: FRANCESCA RICHARD
 Address: 18181 N.E. 31st. #1906
 City: N.M.Bch. State: FL. Zip: 33160

Name: /
 Address: /
 City: / State: / Zip: /

Name: /
 Address: /
 City: / State: / Zip: /

ARTICLE VII - INCORPORATORS

The names and addresses of the person(s) signing these Articles of Incorporation are as follows:

Name: FRANCESCA RICHARD
 Address: 18181 N.E. 31st. #1906
 City: N.M.Bch. State: FL. Zip: 33160

Name: /
 Address: /
 City: / State: / Zip: /

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 18 day of March, 1995.

FRANCESCA RICHARD (Seal)
 (Seal)

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CERTIFICATE TO ACKNOWLEDGE REGISTERED AGENT

Certificate of Registered Agent

(OR)

✓ Designs By FRANCESCA, Inc.

Pursuant to Florida Statutes, Section 48.091 and 407.034, the following is submitted: The above Corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

✓ 18181 N.E. 31CT. # 1906

N. H. Birch, FL 33160

has (named) ✓ FRANCESCA RICHARD

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

FILED
JAN 15 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at this place designated in this certificate I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Francis Richard
Registered Agent

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Designs by Francesca

Telephone (305) 933-3187

1-9-96

500001694325
-01/22/96--01081--00
*****96.25 *****96.25

Enclosed is a check for the
Amount of \$35.00 filing fee
52.50 Certified copy (1)
8.75 certificate of status

96.25 TOTAL. SH FEB 26 1996
MC

Please resolve this as quickly as possible. If there is any reason to reach me please do so at the above phone number or by fax at (305) 682-9883.

Sincerely,
Francesca Richard

Designs by Francesca

20533 Biscayne Boulevard
Suite 4N-114
Aventura, Florida 33180

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 22 AM 11:03



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

January 25, 1996

Designs by Francesca
20533 Biscayne Blvd.
Suite 4N-114
Aventura, FL 33180

SUBJECT: DESIGNS BY FRANCESCA, INC.
Ref. Number: P95000021005

We have received your document for **DESIGNS BY FRANCESCA, INC.** and your check(s) totaling \$96.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

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. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 296A00003245

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 FEB 22 AM 11:03

Designs By FRANCESCA, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

#300

Articles of Incorporation are
being amended to reflect
the new name which is

change to:
FRANCESCA Richard Design & Decor Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption:

January 9, 1996

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were
sufficient for approval by _____"
voting group

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 9th of January, 19 96

Signature

Francesca Richard, president

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

FRANCESCA RICHARD

Typed or printed name

President

Title