P9500024234 TRANSMITTAL LETTER

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Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Enclosed is an origina for : \$70.00 Filing Fee	\$78.75 Filing Fee & Certificate	\$122.50 Filing Fee & Certified Copy	incorporation and \$131.25 Filing Fee, Certified Copy & Certificate	a check
FROM:	Rafael A. Falconi Name (printed or typed) 1581 Brickell Arc # 803 Address			95 15 R
				FILED ARY OF 24 PH
	Mizmi, FL 33129			STATE CRATIONS 2:41
	(305)	858-3667 Telephone number		ζ)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

SAMSARA ART & FRAME SHOP, INC.

The undersigned, in order to form a corporation for the purposes hereinafter stated, by and under the provisions of the Statutes of the State of Florida, do hereby subscribe to theses Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation is:

SAMSARA ART & FRAME SHOP, INC.

ARTICLE II - ADDRESS

The address of the principal office is 1581 Brickell Avenue #803, Miami, FL 33129 and the mailing address is the same.

ARTICLE III - DURATION

This corporation shall have perpetual existence. The corporate existence commences on the date of the filing of the articles of incorporation.

ARTICLE IV - PURPOSE

- a. To purchase, sell, lease, operate, own, hold, transfer, convey, mortgage, or otherwise encumber, trade, exchange, and generally deal in real estate and personal property of every kind, nature and description wheresoever located, both tangible and intangible and including choses in action, either as owner, broker, agent or factor.
- b. In the purchase or acquisition of property, business rights or franchise, or for additional working capital, or for any other objective in or about its business affairs, and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, evidences of indebtedness, whether secured by mortgage, pledge, deed of trust or

SECRETARY OF STATE

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otherwise. The corporation may issue its stock for any lawful purposes, including the acquisition of any other entity.

c. To engage in any or all lawful activity and to institute, participate in and promote commercial, mercantile, financial and industrial enterprises and operations, and for the purpose of transacting any or all lawful business.

ARTICLE V - POWER

This corporation shall have the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE VI - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 common stock, which shall be designed "Common Shares".

ARTICLE VII - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance actional shares) at the price at which it is offered to others.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street and address of the initial registered office of this corporation is 1581 Brickell Avenue #803, Miami, FL 33129 and the name of the initial registered agent of this corporation at that address is **Rafael A. Falconi**.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the by-laws. The names and

addresses of the initial directors of this corporation until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

NAME

Rafael A. Falconi

ADDRESS

1581 Brickell Avenue #803

Miami, FL 33129

ARTICLE X - INCORPORATORS

The name and address of the person signing these articles is:

NAME

Rafael A. Falconi

ADDRESS

1581 Brickell Avenue #803

Miami, FL 33129

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 21st day of March 1995.

RAFAEL A. FALCONI

STATE OF FLORIDA)

SS
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared RAFAEL A. FALCONI known to me and know by me to be the persons who executed the foregoing Articles of Incorporation, and that they executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 21st day of March 1995.

NOTARY PUBLIC
State of Florida at Large

My commission expires:

* * *

MARCIA CISNEROS My Commission CC429661 Expres Dec 27 1998 Bonded by HAI 800-422 1555

Having been named to accept service of process for SAMSARA ART & FRAME SHOP, INC. at the place designated in the foregoing articles of incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATE: March 21st, 1995

SIGNATURE:

Resident Agent RAFAEL A. FALCONI