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MICHELLE BLAIR
1675 CORAL RIDGE DRIVE
CORAL SPRINGS, FLORIDA 33071
(305) 346-9875

April 5, 1995

Secretary of State
Bureau of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
APR 10 1995
PM 10:22

Re: ROOM TO ROOM IMAGES, INC.

Gentlemen:

Enclosed herein please find original and two copies of the Articles of Incorporation regarding the above-captioned matter. Please file the original corporation papers and return one certified copy to me in the stamped self-addressed return envelope.

Also enclosed please find my check in the amount of \$122.50 to cover the cost of filing and obtain a certified copy.

Thank you.

Sincerely,

Michelle Blair

MICHELLE BLAIR

MB:mb
Enc.

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ARTICLES OF INCORPORATION
OF
ROOM TO ROOM IMAGES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR -7 AM 10:22

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be ROOM TO ROOM IMAGES, INC.

The principal place of business of this business shall be 10414 West Atlantic Blvd, Coral Springs, Florida 33071.

ARTICLE II

NATURE OF BUSINESS

The nature of this business is the sale of retail furniture in the United States, the State of Florida or any other state.

ARTICLE III

CAPITAL STOCK

The authorized capital stock of this corporation shall be one thousand (1,000) shares of common stock at \$1.00 par value. The common stock shall be payable in cash, property or services at a just valuation to be fixed by the Board of Directors, if one so exists at a regular or a special meeting called for this purpose. No capital stock may be issued to anyone other than an individual who is duly licensed or otherwise legally authorized to render the same specific professional services as those for which the corporation was incorporated. No shareholder shall enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.

No shareholder of this corporation may sell or transfer his shares in such corporation except to another individual who is eligible to be a shareholder of such corporation.

ARTICLE IV

TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V

OFFICERS AND DIRECTORS

The names and street addresses of the initial officers and directors, if any, who shall hold office the first year of the corporation's existence or until their successors are elected are:

SAUL FRANKEL - PRESIDENT/SECRETARY
7300 N.W. 17th Street
Plantation, Florida 33313

HILDA FRANKEL - VICE-PRESIDENT
7300 N.W. 17th Street
Plantation, Florida 33313

MICHELLE BLAIR - TREASURER
1675 Coral Ridge Drive
Coral Springs, Florida 33071

ARTICLE VI

INCORPORATORS

The name and address of the incorporator is:

SAUL FRANKEL
7300 N.W. 17th Street
Plantation, Florida 33313

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 30th day of March, 1995.

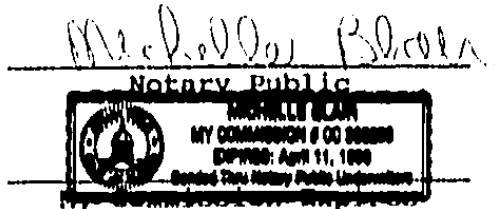
x 
SAUL FRANKEL

STATE OF FLORIDA
COUNTY OF BROWARD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR -7 AM 10:22

THE FOREGOING instrument was acknowledged and sworn to before me
this 30th day of March, 1995 by SAUL FRANKEL.



CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes,
the undersigned corporation, organized under the laws of the State
of Florida, submits the following statement in designating the
registered office/registered agent, in the State of Florida.

1. The name of the corporation is ROOM TO ROOM IMAGES, INC.
2. The name and address of the registered agent and office is:

SAUL FRANKEL
7300 N.W. 17th Street
Plantation, Florida 33313

x Saul Frankel
SAUL FRANKEL

March 30, 1995

DATE

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS
OF SECTION 607.325 FLORIDA STATUTES.

x Saul Frankel
SAUL FRANKEL
Registered Agent

March 30, 1995

DATE