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SCOTT J. BROOK
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LOUISA CAPUTO

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Please Reply To
Hollywood

April 4, 1995

Secretary of State
Division of Corporations
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314
Attn: New Filings

800001460378
-04/19/95--01067--003
*****75.00 *****75.00

Re: Decorator Depot Holdings, Inc.
Our File No. : 95-tba

Dear Sir or Madam:

Please find enclosed herewith Articles of Incorporation in connection with the above-named corporation, together with this firm's check in the amount of \$75.00 which represents your filing fee. Upon the filing of the Articles please forward to this office acknowledgement of such.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

J. D. SKIP BARDFIELD

JDB/lmv
Enc.
040495

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 19 AM 11:13

95/4/24

ARTICLES OF INCORPORATION
OF
DECORATOR DEPOT HOLDINGS, INC.

ARTICLE I

The name of the corporation is DECORATOR DEPOT HOLDINGS, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation is organized for the purpose of the transaction of any and all lawful business for which corporations may be incorporated, pursuant to Chapter 607, Florida Statutes, known as the Florida General Corporation Act.

ARTICLE IV

The corporation is authorized to issue One Million (1,000,000.00) shares of capital stock at the par value of \$00.1 each.

ARTICLE V

The street address of the initial principal office of the corporation is 6570 East Rogers Circle, Boca Raton, Florida, and the name and address of the initial registered agent of the corporation is J.D. Skip Bardfeld, 3440 Hollywood Boulevard, 2nd Floor, Hollywood, Florida 33021.

ARTICLE VI

The corporation shall have initially three directors. The number of directors may be either increased or decreased from time to time as determined by the By-Laws.

The names and addresses of the initial directors of the corporation is:

MARK BRENNER	6570 East Rogers Circle Boca Raton, Florida
STANLEY BRENNER	6570 East Rogers Circle Boca Raton, Florida
J.D. SKIP BARDFELD	3440 Hollywood Boulevard Hollywood, Florida 33021

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ARTICLES OF INCORPORATION PAGE 2
RE: DECORATOR DEPOT HOLDINGS, INC.

ARTICLE VII

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

J.D. SKIP BARDFELD 3440 Hollywood Boulevard
Hollywood, Florida 33021

ARTICLE VIII

The By-Laws of the corporation may be adopted, altered, amended or repealed by either the Board of Directors or the shareholders. Any By-Law adopted by the shareholders may provide that one or more provisions thereof shall not be altered, amended or repealed by the Board of Directors, in which case such provisions may be amended, altered or repealed only by the shareholders.

ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 4 day of April, 1995.



J.D. SKIP BARDFELD
Subscriber and Registered Agent

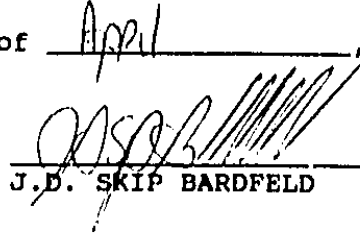
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ARTICLES OF INCORPORATION PAGE 3
RE: DECORATOR DEPOT HOLDINGS, INC.

DESIGNATION OF REGISTERED AGENT

I hereby accept the designation of registered agent for services of process upon DECORATOR DEPOT HOLDINGS, INC., a corporation within the State of Florida, in accordance with Section 48.091, Florida Statutes.

DATED this 4 day of April, 1995.



J.D. SKIP BARDFELD

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