

P.95000032813

PHOENIX TREE DESIGN GROUP INC
12234 SW 130 STREET
MIAMI FL 33186

100001447781
-04/05/95--01039--007
***122.50 ***122.50

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
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3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W95-7563
ST
4/27

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 7, 1995

PHOENIX TREE DESIGN GROUP INC.
12234 SW 130 STREET
MIAMI, FL 33186

SUBJECT: PHOENIX TREE DESIGN GROUP INC.
Ref. Number: W95000007563

We have received your document for PHOENIX TREE DESIGN GROUP INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

The corporate name must be identical throughout the document.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 295A00015980

ARTICLES OF INCORPORATION

OF

PHOENIX TREE DESIGN GROUP INC.

FILED
95 MAR 25
CLERK OF THE COURT
STATE OF FLORIDA
MIAMI

THE UNDERSIGNING INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I

NAME

THE NAME OF THE CORPORATION SHALL BE PHOENIX TREE DESIGN GROUP INC., AND THE MAILING ADDRESS SHALL BE 12234 SW. 130 STREET, MIAMI, FLORIDA, 33186.

ARTICLE II

NATURE AND PURPOSE OF BUSINESS

THIS CORPORATION IS BEING FORMED FOR THE FOLLOWING PURPOSES; DESIGN AND MANUFACTURING OF FURNITURE AND TO ENGAGE IN ANY ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND THE STATE OF FLORIDA. TO GENERALLY HAVE AND EXERCISE ALL POWERS, RIGHTS AND PRIVILEGES NECESSARY, SUITABLE, CONVENIENT AND PROPER FOR THE ACCOMPLISHMENT OF ANY OF THE ABOVE.

ARTICLE III

DURATION

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE, UNLESS SOONER DISSOLVED IN ACCORDANCE WITH THE LAWS OF THE STATE OF FLORIDA. THE DATE IN WHICH CORPORATE EXISTENCE SHALL BEGIN IS THE DATE ON WHICH THESE ARTICLES OF INCORPORATION ARE FILED WITH THE SECRETARY OF STATE OF THE STATE OF FLORIDA

ARTICLE IV

CAPITAL STOCK

THIS CORPORATION IS AUTHORIZED TO ISSUE 100 SHARES OF \$1.00 PAR VALUE COMMON STOCK, WHICH SHALL BE DESIGNATED "COMMON SHARES".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THIS CORPORATION SHALL BE 12234 SW 130 STREET, MIAMI, FLORIDA 33186. THE INITIAL REGISTERED AGENT SHALL BE MARSHALL L. FRIEDLANDER.

ARTICLE VI

THE INITIAL BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE TWO (2) DIRECTORS INITIALLY. THE NUMBER OF DIRECTORS MAY BE EITHER INCREASED OR DIMINISHED FROM TIME TO TIME BUT SHALL NEVER BE LESS THAN ONE (1). THE NAMES AND ADDRESS OF THE INITIAL DIRECTORS OF THIS CORPORATION ARE:

DONARD M. DOYLE

11513 S.W. 133 PLACE
MIAMI, FLORIDA 33186

MARSHALL L. FRIEDLANDER

11066 S.W. 70 TERRACE
MIAMI, FLORIDA 33173

ARTICLE VII

OFFICERS

THE OFFICERS OF THE CORPORATION SHALL BE AS FOLLOWS:

DONARD M. DOYLE

SECRETARY / TREASURER

MARSHALL L. FRIEDLANDER

DIRECTOR

ARTICLE VIII

AMENDMENTS AND BY-LAWS TO ARTICLES OF INCORPORATION

THIS CORPORATION RESERVES THE RIGHT TO AMEND OR REPEAL ANY PROVISION CONTAINED IN THESE "ARTICLES OF INCORPORATION", OR ANY AMENDMENTS HERETO AND RIGHT CONFERRED UPON THE SHAREHOLDERS IS SUBJECT TO THIS RESERVATION. FURTHER, THE POWER TO ADOPT, ALTER, AMEND OR REPEAL BY-LAWS SHALL BE VESTED IN THE BOARD OF DIRECTORS AND THE SHAREHOLDERS OF THIS CORPORATION.

ARTICLE IX

POWERS

THIS CORPORATION SHALL HAVE ALL THE CORPORATE POWERS ENUMERATED IN THE FLORIDA GENERAL CORPORATION ACT.

ARTICLE X

DIVIDENDS

DIVIDENDS PAYABLE IN SHARES OF ANY CLASS MAY BE PAID TO HOLDERS OF SHARES OF ANY OTHER CLASS.

ARTICLE XI

INDEMNIFICATION

THIS CORPORATION SHALL INDEMNIFY ANY AND ALL OF ITS' DIRECTORS, OFFICERS, EMPLOYEES OR AGENTS OR FORMER DIRECTORS, OFFICERS, EMPLOYEES OR AGENTS OR ANY PERSONS WHO MAY HAVE SERVED AT ITS' REQUEST AS A DIRECTOR, OFFICER, EMPLOYEE OR AGENT OR ANOTHER CORPORATION, PARTNERSHIP, JOINT VENTURE, TRUST OR ANY OTHER ENTERPRISE IN WHICH IT OWNS SHARES OF CAPITAL STOCK OR OF WHICH IT IS A CREDITOR, TO THE FULL EXTENT PERMITTED BY LAW. SAID INDEMNIFICATION SHALL INCLUDE BUT NOT BE LIMITED TO, THE EXPENSES, INCLUDING THE COST OF ANY JUDGEMENTS, FINES, SETTLEMENTS AND COUNSEL'S FEES ACTUALLY AND NECESSARILY PAID OR INCURRED IN CONNECTION WITH ANY ACTION, SUIT OR PROCEEDING, WHETHER CIVIL, CRIMINAL, ADMINISTRATIVE OR INVESTIGATIVE, AND ANY SUCH PERSON OR HIS LEGAL REPRESENTATIVE MAY BE MADE A PARTY OR MAY BE THREATENED TO BE MADE PARTY BY REASON OF HIS BEING OR HAVING BEEN A DIRECTOR, OFFICER, EMPLOYEE OR AGENT AS THEREIN PROVIDED. THE FOREGOING RIGHT OF INDEMNIFICATION SHALL NOT BE EXCLUSIVE OF ANY OTHER RIGHTS TO WHICH TO WHICH ANY DIRECTOR, OFFICER, EMPLOYEE OR AGENT MAY BE ENTITLED AS A MATTER OF LAW OR WHICH HE MAY BE LAWFULLY GRANTED.

THE PRIVATE PROPERTY OF THE STOCKHOLDERS OF THE CORPORATION SHALL NOT BE SUBJECT TO THE PAYMENT OF CORPORATE DEBTS TO ANY EXTENT WHATSOEVER.

ARTICLE XII

INCORPORATION

THE NAMES AND ADDRESSES OF THE PERSONS SIGNING THESE ARTICLES AS INCORPORATORS ARE:

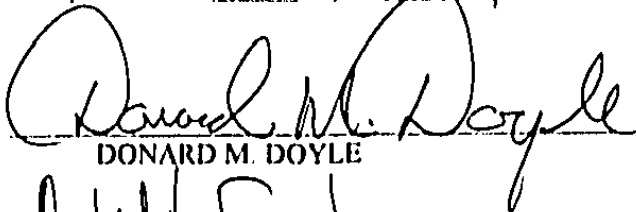
DONARD M. DOYLE

11513 S.W. 133 PLACE
MIAMI, FLORIDA 33186

MARSHALL L. FRIEDLANDER

11066 S.W. 70 TERRACE
MIAMI, FLORIDA 33173

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of incorporation this 10 day of MARCH of 1995.


DONARD M. DOYLE


MARSHALL L. FRIEDLANDER

ACKNOWLEDGEMENT

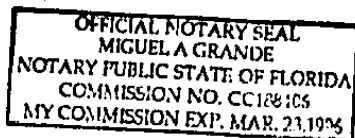
STATE OF FLORIDA)
)
COUNTY OF DADE)

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE
ACKNOWLEDGEMENTS IN THE STATE AND COUNTY SET FORTH ABOVE,
PERSONALL APPEARED DONARD M. DOYLE AND MARSHALL L.
FRIEDLANDER, KNOWN TO ME AND KNOWN BY ME TO BE THE PERSONS
WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND
THEY ACKNOWLEDGED BEFORE ME 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 10 DAY OF
MARCH 1995.

MY COMMISSION EXPIRES:


NOTARY PUBLIC



CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 49.091, Florida Statutes, the following is submitted in compliance with said Act:

Phoenix Tree Design Group Inc. desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Certificate of Incorporation, at the City of Miami, County of Dade, State of Florida, has named Marshall L. Friedlander, with the address of 12234 SW 130 street, Miami, Fl. 33186, as its agent to accept services of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Marshall L. Friedlander
Registered agent

SWORN TO AND SUBSCRIBED

before me this 20 day of

MAY, 1995

Reginald A. Grande
Notary Public

My commission expires:

