

04/27/95

P95000033219

4/27/95

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

8:51 AM

((H95000004712))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

1405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

TALLAHASSEE, FL 32399

CONTACT: LIDIA FERNANDEZ

FAX: (904) 922-4000

PHONE: (305) 599-0839

FAX: (305) 592-9591

((H95000004712))

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: QUALITY FAMILY FURNITURE, INC.

FAX AUDIT NUMBER: H95000004712

CURRENT STATUS: REQUESTED

DATE REQUESTED: 04/27/1995

TIME REQUESTED: 08:51:41

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 4

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$122.50

ACCOUNT NUMBER: 071001002335

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** ENTER 'M' FOR MENU. **

4/27/95

FLORIDA DIVISION OF CORPORATIONS
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ELECTRONIC PROCESSING MENU

8:51 AM

FILED
95 APR 27 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5/1/95

H95000004712

ARTICLES OF INCORPORATION OF
QUALITY FAMILY FURNITURE, INC.

We the undersigned, in order to form a corporation under and pursuant to the provisions of the Law of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

I

The name of the corporation shall be:

QUALITY FAMILY FURNITURE, INC.

II

The purpose and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell, and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortgage pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

D. To guarantee, purchases, hold, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the right of said instruments and agreements.

Prepared By: Juan Martinez
1672 West 31 Pk
Hialeah, FL 33012
(305) 556-4770

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95 APR 27 PM 4:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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E. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own, business, or for the purpose of accomplishment of any of the purposes or attainments of the objects herein above specified to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of \$1.00 par values.

IV

The amount of capital with which this corporation shall begin business shall be \$500.00

V

The existence of this corporation shall be perpetual.

VI

The principal office of this corporation shall be located at:

1672 West 31 Place
Hialeah, FL 33012

VII

The Board of Directors of this corporation shall consist of not less than one (1) and not more than five (5) members.

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VIII

The name and address of the first Board of Directors, who shall, subject to these articles of Incorporation, By-laws, and the laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, is (are) as follows:

Juan Martinez 1672 West 31 Place
Wilfredo Velazco Miami, FL 33012

IX

The registered agent and the registered office for this corporation is:

Juan Martinez
1672 West 31 Place
Miami, FL 33012

X

The name of the subscriber(s) to these Articles of Incorporation, is (are) JUAN MARTINEZ-----
The total aggregate amount of shares each agrees to take shall be the sum of 500 at \$1.00 par value for a total amount of \$500.00. The address shall be:

Juan Martinez
1672 West 31 Place
Hialeah, FL 33012

XI

The officer(s) of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

Juan Martinez President & Secretary
Wilfredo Velazco V. President & Treasurer

XII

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder, or when there are two or more stockholders owning stocks in the corporation, at a meeting held for that purpose stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time there shall be elected a minimum of one director who shall hold office for one year after their election or until their successors are elected or appointed and have qualified. The Stockholders shall also elect such person(s) to fill the offices of: President, Vice-President, Secretary


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and Treasurer and such other officers as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

XIII

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT

Having been made Initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation. I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


JUAN MARTINEZ

IN WITNESS WHEREOF, we have hereunto made, subscribed and acknowledged these Articles of Incorporation.


JUAN MARTINEZ

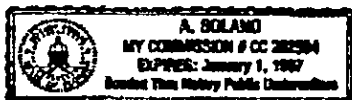
STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, The undersigned authority did personally appear the persons known by me to be, JUAN MARTINEZ, who after being duly sworn, acknowledge the foregoing to be their act and deed.

WITNESS my hand and seal this 11 day of April 1995.


NOTARY PUBLIC, STATE OF FLA.

My Commission Expires:



FILED
95 APR 27 PM 4:05
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Document Number Only

P95000033219

SOLANO & Assoc.
Requestor's Name
7155 S.W. 8th Street.
Address
Miami FL 33144 (305) 265-0750
City State Zip Phone

CORPORATION(S) NAME
QUALITY FAMILY FURNITURE, INC.

FILED
95 JUN 20 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

(*) Resignation of Juan Martinez as Officer and/or Director. (attached)
(**) Change of Registered Office or Registered Agent. (attached)

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> NonProfit | <input type="checkbox"/> Foreign | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Change of R.A. |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Reservation | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Call When Ready | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call if Problem | <input type="checkbox"/> Walk In | <input type="checkbox"/> Pick Up |
| <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Mail Out | |

Name
Availability
Document Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

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RA Chg.

6/29
EB

Florida Department of State; Jim Smith, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of section 607.0502 or 607.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: QUALITY FAMILY FURNITURE, INC
- 1a. Date of Incorporation April 27, 1995 Document number P9500003329

2. The name and address of the current registered agent and office:

JUAN MARTINEZ

1672 West 31 Place, Hialeah FL 33012

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

WILFREDO VELAZCO

1672 West 31 Place, Hialeah, FL 33012

The street address of its registered agent and the street address of the business office of its registered agent as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

SIGNATURE

(name and title)

DATE

May 31, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

(Registered Agent)

DATE

May 31, 1995

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

FILED
JUN 20 1995
TALLAHASSEE
FLORIDA

P95000033219

OFFICE USE ONLY (Document #)

Solano & Assoc.
(Requestor's Name)
7155 S.W. 8th Street
(Address)
Miami, FL 33144
(City, State, Zip) (Phone #)
(305) 265-0750

OFFICE USE ONLY

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JUN 20 PM 1:58
TALLAHASSEE FLORIDA
SECRETARY OF STATE

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

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

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

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

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*****70.00 *****35.00

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

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

O/D resign
6/29
JB



Florida Department of State, Jim Smith, Secretary of State

AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

FILED
95 JUN 20 PM 1:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF DADE

I, Juan Martinez after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

I, JUAN MARTINEZ hereby resign as Officer and/or Director of
(Title)
QUALITY FAMILY FURNITURE INC, a Florida corporation;
(Name of Corporation)

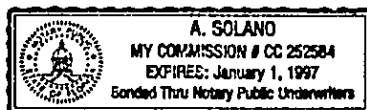
That the corporation has been notified in writing of the resignation.

Signature of resigning officer/director

Juan Martinez

Sworn to and subscribed before me this 31 day of May 1995.

NOTARY PUBLIC



My Commission Expires: _____

FILING FEE IS \$35.00