

CONROY, SIMON & LEVINE

95-000042165

THOMAS W. CONROY
BRUCE F. SIMBERG
HARRIET LEVINE
LEE W. JENSEN
JONATHAN C. ABEL
THOMAS R. CRIPPS
NEALL L. GANON
SCOTT D. KRIVANS

DAVID A. CHAIET
DAVID F. INNIS
ROBERT L. FELDMAN
ROBERT M. FLAYMAN
DALE L. FRIEDMAN
GREGORY N. GITTIN
DAVID S. GULD
CRAG M. GREENE
ROBERT HERNON, JR.
KIMBERLY A. HILL
PHILIP T. HOFFMAN
WILLIAM A. JELACHO
HINDA KLEIN
PATRICIA KLEIN
BARRY R. LERNER
DAVID A. LIPKIN
JOHN A. LURVEY

ROBERTO MENDELZ
GARY A. MILLER
JOHN L. MORGAN
E. ZAPATA RUDERMAN
ALISON J. SCHULTZ
TOMBERT A. SIEG
STEPHEN A. SHAPIRO
KIMBERLY S. SIECHMAN
ELISA W. SIMBERG
SHARLENE G. SLOVINSKY
DAVID S. STICKLOW
HAROLD S. STEVENS
DERICK T. TIPPON
FRANK E. TURAL
JACK A. WEISS
MICHAEL A. WEISS
RUSSELL S. WHITTELL

HOLLYWOOD
Venture Corporate Center I
Second Floor
3440 Hollywood Blvd.
Hollywood, Florida 33021
Broward (954) 961-1400
Dade (305) 940-4821
FAX (305) 967-0577

WEST PALM BEACH
Reflections Office Centre
Suite 600
400 Australian Avenue South
West Palm Beach, Florida 33401
WTD (407) 832-1101
Broward (954) 961-1400
Dade (305) 940-4821
FAX (407) 832-0520

Please Reply To
Hollywood

J.D. SKIP BARDFIELD
DAVID C. BARNETT
KEVIN G. BENNETT
DAVID A. BRONSTEIN
SCOTT J. BROOK
ROBERT I. BUCHSBAUM
LOUISA CAPUTO

May 19, 1995

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

600001493166
-05/25/95--01049--002
*****70.00 *****70.00


Re: Majetic Mirros, Inc.
Our File No. : 95-6063

Dear Sir or Madam:

Please find enclosed herewith Articles of Incorporation in connection with the above-referenced corporation, together with this firm's check in the amount of \$70.00, which represents your filing fee. Kindly file the enclosed document and forward to the undersigned confirmation of the filing.

Should you have any questions, please do not hesitate to contact this office for assistance. Thank you for your cooperation with this matter.

Very truly yours,


J. D. SKIP BARDFIELD

JDB/lmv
Enc.
051995

FILED
55 MAY 25 PM 2:00
TALLAHASSEE, FL 32301
SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

MAJESTIC MIRRORS, INC.

ARTICLE I

The name of the corporation is MAJESTIC MIRRORS, 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 Thousand (1,000) shares of capital stock at the par value of \$1.00 each.

ARTICLE V

The street address of the initial principal office of the corporation is 8401 N.W. 53rd Terrace, Suite 111, Miami, Florida 33166, and the name and address of the initial registered agent of the corporation is J.D. Skip Bardfeld, c/o Conroy, Simberg and Lewis, 3440 Hollywood Boulevard, Second Floor, Hollywood, Florida 33021.

ARTICLE VI

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

The name and address of the initial director of the corporation is:

GREG GOLD

8401 N.W. 53rd Terrace
Suite 111
Miami, Florida 33166

ARTICLE VII

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

J.D. SKIP BARDFELD 3440 Hollywood Boulevard, 2nd Floor
Hollywood, Florida 33021

FILED
95 MAY 25 PM 2:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
RE: MAJESTIC MIRROR, INC.

PAGE 2

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.

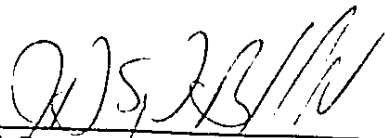
ARTICLES IV

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 _____ day of _____, 1995.



J.D. SKIP BARDFELD
Subscriber and Registered Agent


ARTICLES OF INCORPORATION
RE: MAJESTIC MIRROR, INC.

PAGE 3

DESIGNATION OF REGISTERED AGENT

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

DATED this _____ day of _____, 1995.



J.D. SKIP BARDFELD

FILED
95 MAY 25 PM 2:01
SECRETARY OF STATE
TALLAHASSEE FLORIDA