



PRENTICE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. 157210800002

REFERENCE : 629674 869010

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : June 30, 1995

ORDER TIME : 10:10 AM

ORDER NO. : 629674

CUSTOMER NO: 869010

CUSTOMER: Ms. Gina Hardin - 869010
PRENTICE HALL LEGAL &
FINANCIAL SERVICES, INC.
1 Biscayne Tower
2 South Biscayne Blvd, #1810
Miami, FL 33131

100001530861
-07/06/95--01050--008
*****70.00 *****70.00

DOMESTIC FILING

NAME: FURNITURE PLANET, INC.

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: GLS

EXAMINER'S INITIALS: T. BROWN JUL - 7 1995

FILED
95 JUL -6 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FURNITURE PLANET, INC.

FILED
95 JUL -6 AM 8:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit, pursuant to the provisions of the Florida Business Corporation Act.

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is Furniture Planet, Inc.

SECOND: The address, wherever located, of the principal office of the corporation, if known, is 15505 Bull Run Road, Suite 206, Miami Lakes, Florida 33014.

THIRD: The mailing address, wherever located, of the corporation is 15505 Bull Run Road, Suite 206, Miami Lakes, Florida 33014.

FOURTH: The number of shares that the corporation is authorized to issue is 500, all of which are with par value of 1.00 dollar each and are of the same class and are to be Common shares.

FIFTH: The street address of the initial registered office of the corporation in the State of Florida is 15505 Bull Run Road, Suite 206, Miami Lakes, Florida 33014

The name of the initial registered agent of the corporation at the said registered office is Linda Ruiz.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

SIXTH: The name and the address of the incorporator are:

NAME

Gina M. Hardin

ADDRESS

2 South Biscayne Boulevard
Suite 1810
Miami, Florida 33131

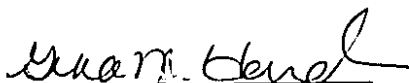
SEVENTH: The purposes for which the corporation is organized is to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act.

EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in his official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

Signed on June 29, 1995


Gina M. Hardin, Incorporator

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in these Articles of Incorporation, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: Linda Ruiz
Linda Ruiz

Date: June , 1995

FILED
JUL - 8 AM 8 43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1201 HAYS STREET
TALLAHASSEE, FL 32301
TEL: 904-222-9171
FAX: 904-222-0319

800-342-8086

P95000052274



95 AUG -3 PM 12:04

DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 652680 86901Q

AUTHORIZATION *Patricia Pyzik*

COST LIMIT : 9 35.00

ORDER DATE : August 2, 1995

ORDER TIME : 10:01 AM

ORDER NO. : 652680

CUSTOMER NO: 86901Q

400001552684

CUSTOMER: Ms. Gina Hardin - 86901q
Prentice Hall Legal &
1 Biscayne Tower
2 South Biscayne Blvd, #1810
Miami, FL 33131

*name
change
amend*

DOMESTIC AMENDMENT FILING

NAME: FURNITURE PLANET, INC

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION *8/3/95*

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
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☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph
EXAMINER'S INITIALS: *ADL*

FILED
95 AUG -3 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
FURNITURE PLANET, INC.

FILED
95 AUG -3 PM 2:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

To the Department of State
State of Florida

Pursuant to the provisions of Florida Business Corporation Act,
the corporation hereinafter named (the "corporation") does hereby
adopt the following Articles of Amendment.

1. The name of the corporation is Furniture Planet, Inc.
2. Articles one of the Articles of Incorporation of the corporation is hereby amended so as to read as follows:
"Article One: The name of the corporation is Atma Group, Inc."
3. The corporation has not yet issued shares.
4. The amendment herein for was adopted by the sole incorporator of the corporation without shareholder action on August 2, 1995.
5. Shareholder action was not required.
6. The undersigned is an incorporator of the corporation.

Executed on August 2, 1995.

Furniture Planet, Inc.

By: 

Gina M. Hardin
Incorporator

P95000052274

Documentor's Name

ATMA Group, Inc.

3380 N.W. 168 Street, Miami, FL 33056

City/State/Zip

Phone #

Office Use Only

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 Status

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 12 PM 3:15

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

200001688542
-01/12/96--01083--010
*****35.00 *****35.00

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

TLL JAN 17 1996



Florida Department of State, Jim Smith, Secretary of State
AFFIDAVIT OF RESIGNATION OF OFFICER AND/OR DIRECTOR

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 12 PM 3:15

STATE OF Florida
COUNTY OF Dade

I, Rosalinda Ruiz 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, Rosalinda Ruiz, hereby resign as President / Director of
(Title)
ATMA Group, Inc., a Florida corporation;
(Name of Corporation)

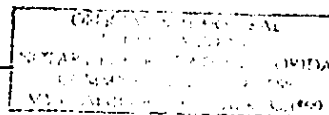
That the corporation has been notified in writing of the resignation.

[Signature]
Signature of resigning officer/director

Sworn to and subscribed before me this 9 day of JANUARY 1996

[Signature]
NOTARY PUBLIC

My Commission Expires: 4-30-99



FILING FEE IS \$35.00