

P9500005883

TRANSMITTAL LETTER

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

Department of State  
Division of Corporations  
409. E. Gaines St.  
Tallahassee, FL 32399

Subject: M & G MI CASA FURNITURE, INC.  
(proposed corporate name)

Enclosed please find an original and one copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50.

From: Felix Morales o/o  
MI CASA FURNITURE  
2234 S.W. 8 Street  
Miami, FL 33135

600001549100  
-07/25/85-01012--004  
\*\*\*\*122.50 \*\*\*\*122.50

7/31/85  
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ARTICLES OF INCORPORATION  
OF  
M & G MI CASA FURNITURE, INC.

SECRET  
MILITARY  
95 JUL 25 11 32 AM '53

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ARTICLE I - NAME

The name of the corporation shall be:

M & G MI CASA FURNITURE, INC.

ARTICLE II - ADDRESS

The address of the principal office until further notice  
is: 2234 S.W. 8 Street, Miami, FL 33135.

ARTICLE III - CAPITAL STOCK

The number of shares that this corporation is authorized  
to have outstanding is ten thousand (10,000) common shares  
at one dollar (\$1.00) par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation is: Felix  
Morales and the registered office is 2234 S.W. 8 Street  
Miami, FL 33135.

ARTICLE V - INCORPORATOR

The name and street address of the incorporator to these  
Articles of Incorporation is:

Felix Morales  
1931 S.W. 82 Place  
Miami, FL 33155

ARTICLE VI - DURATION

This corporation shall have a perpetual existence unless  
dissolved according to law.

ARTICLE VII - PURPOSE

The purposes for which this corporation is organized are:

- (a) To engage and transact any and all lawful business which corporations normally do within the State of Florida.
- (b) To operate any legal business at the wholesale or retail level (or both) including but not limited to a furniture store.

ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - INITIAL BOARD OF DIRECTORS

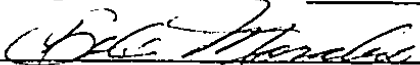
The business of this corporation shall be managed by a Board of Directors consisting of one or more members, the exact number to be determined from time to time in accordance with the By-Laws. The initial Board of Directors shall consist of four directors as follows:

Felix Morales	Director and President 1931 S.W. 82 Place, Miami, FL 33155
Carmelo Garcia	Director and Vice-President 1740 S.W. 85 Ave., Miami, FL 33155
Nelida M. Morales	Director and Secretary 1931 S.W. 82 Place, Miami, FL 33155
Josefa Garcia	Director and Treasurer 1740 S.W. 85 Ave., Miami, FL 33155

ARTICLE X - BY-LAWS

The Board of Director shall adopt By-Laws for this Corporation which may be amended, altered or repealed by the shareholders or directors in any manner permitted by law.

The undersigned incorporator has executed these Articles of Incorporation this 19 day July, 1995.

, Felix Morales

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

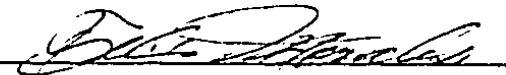
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registererd agent, in the State of Florida.

1. The name of the corporation is \_\_\_\_\_  
M & G MI CASA FURNITURE, INC.

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


Name Felix Morales  
Address 2234 S.W. 8 Street, Miami, FL 33135

The following officer of this corporation has authorized the above person and office to be its registered agent and registered office.

Signature   
Title President  
Date 07-19-95

ACCEPTANCE BY AGENT

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 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

Signature   
Date 07-19-95