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Business and Taxation Planning
Civil and Commercial Litigation
Condominium and Homeowners Assoc.
Probate Administration
Trusts and Estate Planning

August 2, 1995

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

Re: M & K FURNITURE OF BROWARD, INC.
Articles of Incorporation

Dear Sir:

Enclosed is the Articles of Incorporation of M & K FURNITURE OF BROWARD, INC. for filing with the Secretary of State. Also enclosed is our check in the amount of \$122.50 representing the filing fee for the Articles as well as a certified copy of the Articles of Amendment to be stamped with the filing date and returned to this office. A self-addressed stamped envelope is enclosed for your convenience. If you have any questions or comments or if you require any further documentation please feel free to contact me.

Very truly yours,

SCIARRETTA & SCHNER, P.A.

Larry E. Schner, Esq.

LES/gg:LTRS/SECRETARY.FLA
Enclosures

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DIVISION OF CORPORATIONS
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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF

M & K FURNITURE OF BROWARD, INC.

The undersigned hereby makes and subscribes to these Articles of Incorporation intending to form a corporation under the provisions of the Florida Statutes.

ARTICLE I

The name of this corporation is M & K FURNITURE OF BROWARD, INC.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida. While engaging in such activity or business, it may exercise all of the powers and privileges conferred by the Florida General Corporation Act as presently in effect and as it may be amended from time to time in the future.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 10,000 at \$1.00 par value common shares.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose. Property, but not labor or services, may be purchased or paid for with the capital stock at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE IV

The street address of the Corporation shall be 5809 N.W. 21st Street, #20A, Lauderhill, FL 33313. The name of the Corporation's registered agent is LARRY E. SCHNER, ESQ., 1900 Glades Road, Suite 355, Boca Raton, FL 33431.

ARTICLE V

The number of directors constituting the initial Board of Directors of this Corporation is two (1). The names and street addresses of the initial directors of this Corporation are:

MARK A. PECHULS

5809 N. W. 21st Street, #20A
Lauderhill, FL 33313

The initial director(s) may serve from time to time and may, by resolution, fix the number constituting the Board of Directors and may also name the persons to fill vacancies on the Board of Directors created by an increase in the number of directors which occurs between annual meetings.

ARTICLE VI

The name and address of the incorporator is LARRY E. SCHNER, ESQ., 1900 Glades Road, Suite 355, Boca Raton, FL 33431.

ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

Anything to the contrary contained in these Articles of Incorporation notwithstanding, if the shareholders of the Corporation shall so elect, they may exercise all powers and conduct the business and affairs of this Corporation in lieu of the Board of Directors.

ARTICLE IX

Directors of this Corporation need not be residents of the State of Florida, unless otherwise provided in the By-Laws of the Corporation.

The shareholders of this Corporation shall have exclusive authority to fix the compensation of directors of this Corporation, unless otherwise provided in the By-Laws.

ARTICLE X

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of a conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XI

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfers of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements and, when the existence of such agreement is noted on the face or on the back of the certificates representing any such shares, such agreements will be binding and enforceable upon any transferee or successor of any party to such agreement.

ARTICLE XII

The effective date of this Corporation shall be the date of filing.

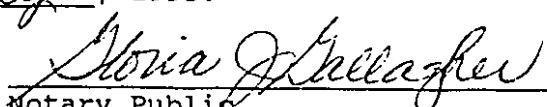
Dated this 31st day of July, 1995.

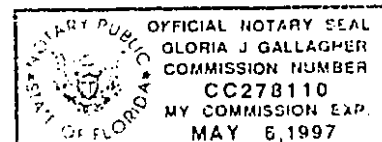

LARRY E. SCHNER, Incorporator

STATE OF FLORIDA)
) ss.
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared LARRY E. SCHNER to me known to be the person described in and who executed the foregoing Articles of Incorporation of M & K FURNITURE OF BROWARD, INC., and he acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above, this 31st day of July, 1995.


Notary Public
My Commission Expires:



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SECRETARY OF STATE
FLORIDA CORPORATIONS

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CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 620.192, Florida Statutes, the following is submitted:

That M & K FURNITURE OF BROWARD, INC., desiring to organize under the laws of the State of Florida, with its principal place of business at 5809 N. W. 21st Street, #20A, Lauderhill, FL 33313, has named LARRY E. SCHNER located at 1900 Glades Road, Suite 355, Boca Raton, Florida 33431, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.


LARRY E. SCHNER