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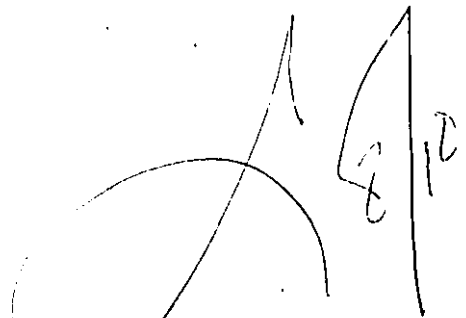
(((H95000008775))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
 NAME: PURCHASING SERVICES, INC.
 FAX AUDIT NUMBER: H95000008775 CURRENT STATUS: REQUESTED
 DATE REQUESTED: 08/08/1995 TIME REQUESTED: 15:53:45
 CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
 NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
 ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

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ARTICLES OF INCORPORATION
OF
PURCHASING SERVICES, INC.

ARTICLE I
CORPORATE NAME

The name of this corporation is PURCHASING SERVICES, INC., a Florida Corporation.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS

The principal place of business for this corporation is 5620 Pine Tree Drive, Miami Beach, FL 33140.

ARTICLE III
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is a purchasing service for the purchase of furnishings, furniture, carpets and other material items and to transact any and all other business as allowed under the laws of the State of Florida and the United States of America.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock at \$1.00 per share.

ARTICLE V
TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these Articles.

ARTICLE VI
REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial

PREPARED BY:

Melvyn S. Greenspahn
MELVYN S. GREENSPAHN, ESQ.
3550 Biscayne Boulevard, #401
Miami, FL 33137
(305) 576-1477 Fla. Bar #031654

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Registered Office of the Corporation in the State of Florida shall be:

MELVYN G. GREENSPAIN
3550 DISCAYNE BOULEVARD
SUITE 401
MIAMI, FL 33137

I am hereby familiar with and accept the duties and responsibilities as registered agent for said corporation.

Melvyn G. Greenspan
MELVYN G. GREENSPAIN, ESQUIRE
3550 Discayne Boulevard
Suite 401
Miami, FL 33137
(305) 576-1477

**ARTICLE VII
BOARD OF DIRECTORS**

The Corporation shall have a minimum of one director and a maximum of two directors. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but never shall be less than one (1). The initial Board of Directors, consisting of one member is as follows:

Name	Address	Office
JON MARKS	5620 Pine Tree Drive Miami Beach, FL 33140	President

**ARTICLE VIII
INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

JON MARKS
5620 Pine Tree Drive
Miami Beach, FL 33140

**ARTICLE IX
ELECTION BY A SMALL BUSINESS CORPORATION**

This corporation reserves the right to elect to qualify as a "small business corporation" under Subchapter S of the Internal Revenue Code for income tax purposes.

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ARTICLE X
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles on this 9 day of August, 1995.

[Signature]
JON MARKS

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

BEFORE ME, a Notary Public, personally appeared JON MARKS, to me well known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to these Articles on the day and year above written.

[Signature]
NOTARY PUBLIC, STATE OF FLORIDA

Judy Cavanagh
(printed name of Notary)

My commission expires:

OFFICIAL NOTARY SEAL
JUDY CAVANACH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC29704
MY COMMISSION EXP. JULY 19, 1997

Personally known or produced identification.
Type of identification produced _____

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