

P950000 64387

Charter Number

8/18/95

Richard DANOSH

Requester's Name

2800 Biscayne Blvd #900

Address

MIAMI FL 33137

City

State

ZIP

Phone

573-7444D

VALIDATION ONLY

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TALLAHASSEE

SECRET  
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CORPORATION(S) NAME

UNIQUE CUSTOM LAMPS &  
SHADES DESIGN, INC.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit	<input type="checkbox"/> D'olution	<input type="checkbox"/> Mark
<input type="checkbox"/> Foreign	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> After 4:30	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Will Wait	<input type="checkbox"/> Mail Out	<input type="checkbox"/> Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

CERTIFIED COPY

R. CHESLER AUG 21 1995

EXPIRE Toll Free: 1-800-432-3028

UNIQUE CUSTOM LAMPS & SHADES DESIGN . . . INC.

ARTICLES OF INCORPORATION

ARTICLE I

ORGANIZATION

NAME:

This Corporation, formed under the Florida for profit S-corporation law, shall be known as **UNIQUE CUSTOM LAMPS & SHADES DESIGN., INC.** hereinafter referred to as "the Company".

OFFICES:

The principal offices of the corporation shall be located in the State of Florida at such place or places as the Board of Directors may, from time to time, designate. The initial mailing address shall be 1 N.E. 40th Street, Miami, Florida 33137.

ARTICLE II

PURPOSE

This Corporation is organized and shall operate principally for the wiring and repairing of lamps and chandeliers. The corporation may also engage in any and all other activities as may be necessary, incidental or convenient to carry out the business of the corporation as contemplated by these Articles.

ARTICLE III

BOARD OF DIRECTORS

The Board of Directors is responsible for the direction and control of all matters pertaining to the Company. The Board of Directors shall select the President and Chief Executive Officer (C.E.O.),

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who shall serve at the pleasure of the Board. The President/C.E.O. shall work in conjunction with the other directors to establish personnel and management policies in accordance with applicable law and such policies as the Board may adopt.

MEMBERS OF THE BOARD OF DIRECTORS:

The affairs of the Company shall be managed by the Board of Directors. The affairs of the Company shall be initially managed by EDMUND WEEKS, Incorporator and sole Director.

ARTICLE IV

MEETING OF BOARD OF DIRECTORS

Every meeting of persons who are Directors of the corporation at which there is a quorum, as defined in the by-laws of the Corporation, shall be deemed to be a meeting of the Board of Directors and any action taken at such meeting shall be the action of the Board of Directors in so far as such action is authorized by law.

MINUTES:

Action taken at meetings of the Board of Directors shall be recorded in minutes. Such minutes need not distinguish between the different types of meetings in which action is taken.

TIME AND PLACE OF MEETINGS:

All meetings shall be held at such time and place within or out the State of Florida as may, from time to time, be fixed by the Board of Directors or the President or the Secretary as may be provided in the by-laws of the corporation with appropriate notice as required by the by-laws.

#### REQUIREMENTS FOR VOTING:

Qualifications for those entitled to vote for the election of directors and for other matters requiring shareholder approval shall be defined in the by-laws of the Corporation.

#### ARTICLE V

##### OFFICERS

The following persons are elected to the offices set forth opposite their names to serve until their successors are elected and qualified or until their earlier death or resignation:

Edmund Weeks - President/Secretary/Treasurer  
1 N.E. 40th Street,  
Miami,  
Florida 33137

At the first meeting and at each annual meeting of the Board of Directors, the Board of Directors shall elect a President, a Secretary, a Treasurer.

##### ADVISOR:

The C.E.O. shall serve as advisor to the Board of Directors and shall maintain full consultative relationship with the Board of Directors and all Committees thereof.

##### FISCAL YEAR:

The Fiscal Year of the Corporation shall be January 1 through December 30 of each year.

#### ARTICLE VI

##### AMENDMENT OF ARTICLES OF INCORPORATION

The Articles of Incorporation of this Corporation may, in any particular, be repealed, and new Articles of Incorporation, not

inconsistent with any provision of Law, may be adopted, either by the affirmative vote of two thirds of the voting members present at a duly-noticed annual or special meeting of the members at which a quorum is in attendance, or by the affirmative vote of two thirds of the Directors present at any regular or special meeting of the Board at which there is a quorum, provided however, that the Directors shall neither make or alter any article regarding their qualifications, classifications, or term of office, nor relating to the requirements of a quorum for any meeting of the members of the Corporation, and that at least ten days notice of such proposed amendment shall have been furnished to all of the Directors.

#### ARTICLE VII

##### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1 N.E. 40th Street, Miami, Florida 33237, and the name of the initial registered agent of this corporation at that address is Edmond Weeks.

#### ARTICLE VIII

##### CAPITAL STOCK

This Corporation shall be authorized to issue a maximum of 100 shares of capital stock, which shall have \$100.00 par value.

#### ARTICLE IX

##### INITIAL BOARD OF DIRECTORS

The corporation shall have 1 director constituting the initial Board of Directors. The number of directors may either be increased or decreased from time to time by the by-laws. The name

and address of the initial Director of the corporation is:

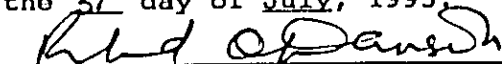
Edmond Weeks,  
1 N.E. 40th Street,  
Miami,  
Florida 33137

ARTICLE X

INCORPORATOR

The name and address of the Incorporator signing these Articles is:  
Richard O. Dansoh of 2800 Biscayne Boulevard, #900, Miami, Florida  
33137.

IN WITNESS WHEREOF, the undersigned Incorporator has executed  
these Articles of Incorporation on the 31<sup>st</sup> day of July, 1995.

  
RICHARD O. DANSOH  
Incorporator

STATE OF FLORIDA     )  
                              ) SS  
COUNTY OF DADE     )

BEFORE ME, a Notary Public authorized to take acknowledgments  
in the State and County set forth above, personally appeared  
Richard O. Dansoh, known to be and known by me to be the person who  
executed the foregoing Articles of Incorporation, and he  
acknowledged before me that he executed those Articles of  
Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State  
and County above this 31<sup>st</sup> day of July, 1995.

  
NOTARY PUBLIC  
State of Florida at Large

My commission expires:



TROY N. MOSLEMI  
My Commission CC362710  
Expires Apr. 07, 1998

CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT  
UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

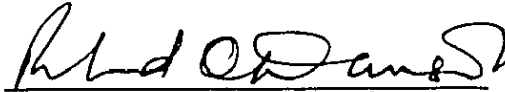
FIRST that UNIQUE CUSTOM LAMPS & SHADES DESIGN CORP., INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1 N.E. 40th Street, Miami, Florida 33137 and has named Richard O. Dansoh of 2800 Biscayne Boulevard, #900, Miami, Florida 33137, as its agent to accept service of process within Florida.

Dated: July 31st, 1995.

  
Richard O. Dansoh  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above 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.

  
Richard O. Dansoh  
Registered Agent

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