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CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tailahassee, FL 32301, (904)224-8870 Mailing Address Post Office Box 10349, Tallahassee, FL 32302 TOLL FREE No. 1-800-342-8062 FAX (904) 222-1222

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Please remit Invoice number with payment TERMS: NET 10 DAYS FROM INVOICE DATE 1 1/2% per month on Past Due Amounts Past 30 Days, 18% per Annum.

THANK YOU from Your Capital Connection

11-2529-7 PONDER'S INC., THOMASVILLE, CA

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ARTICLES OF INCORPORATION

OF

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EURO PINE IMPORTS CORPORATION

BELLIA DE LABOR

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby forms a corporation for profit under Chapter 607 of the Florida Statutes, as amended.

ARTICLE I - NAME

The name of this corporation shall be: Euro Pine Imports Corporation

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal office of the corporation is:

c/o David A. King, Attorney 1416 Kingsley Avenue Orange Park, FL 32073

ARTICLE III - DURATION

The corporation is to commence its corporate existence on the date of filing by the Secretary of the State of Florida. This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

This corporation is organized for the following purpose:

The transaction of any and all lawful business for which corporations may be incorporated, including but not limited to those powers enumerated in Florida Statutes §607.0302, et. seq., as amended, and the doing of all lawful things related thereto.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue Seven Thousand Five Hundred (7,500) shares of One and NO/100 Dollars (\$1.00) par value common stock. Each outstanding share, regardless of class, shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders, unless otherwise designated as "NONVOTING" by a resolution recorded in the corporation's minute book and a similar legend on the subject certificate(s). The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from

time to time by the board of directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered agent of this corporation is:

David A. King Attorney at Law 1416 Kingsley Avenue Orange Park, FL 32073

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time but shall never be less than one (1). All corporate powers shall be exercised by and under the authority of, and the business and affairs of the corporation shall be managed under the direction of, the board of directors. Any and all additional powers and duties conferred to or imposed upon the board of directors, shall be by resolution of the shareholders.

The name and address of the initial director is:

Phillip D. Yonge 4253 Magnolia Road East Orange Park, FL 32073

ARTICLE VIII - RESTRAINT ON TRANSFER OF SHARES

The shareholders may, by agreement, impose any reasonable restraint on the transfer or alienation of shares.

ARTICLE IX - INDEMNIFICATION

The corporation may indemnify any present or former officer, incorporator, or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

ARTICLE X - AMENDMENT

The shareholders reserve the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or to adopt new provisions. These Articles of Incorporation may be amended by a simple majority vote

of the voting stock of the corporation that is present, at any regular meeting of the shareholders or at any special meeting of the shareholders called for that purpose. These Articles of Incorporation may be amended without a meeting as provided for in the Bylaws.

ARTICLE XI - INCORPORATOR

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

David A. King Attorney at Law 1416 Kingsley Avenue Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 29th day of August, 1995.

DAVID A. KING

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT: -5 AMINO 2

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the following is submitted:

Euro Pine Imports Corporation, desiring to organize

Euro Pine Imports Corporation, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the State of Florida, has named as its agent to accept service of process within this State:

David A. King Attorney at Law 1416 Kingsley Avenue Orange Park, FL 32073

ACKNOWLEDGEMENT:

Having been named as Registered Agent 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 agree to comply with the provisions of said Act.

DAVID A. KING

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\ - • , , ,	116-D Thomasville Road . Mount Vernon Square . Tallah	
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SPECIAL INSTRUCTIONS		



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 3, 1996

CORPORATE ACCESS, INC.

The name EUROPEAN PINE ANTIQUES, INC. has been reserved for 120 days beginning September 3, 1996. The reservation number is R96000004164 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lantham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

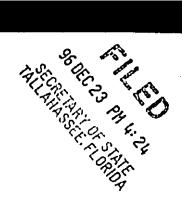
If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Ruth Leonard

Letter number: 196A00041181

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF EURO PINE IMPORTS CORPORATION



Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, filed on September 5, 1995. Document Number P95000068071.

FIRST: The name of the corporation is Euro Pine Imports Corporation.

SECOND: The following amendment to the Articles of Incorporation was adopted by the corporation.

ARTICLE I - NAME

Change in the name of the corporation:

Euro Pine Imports Corporation From:

European Pine Antiques Inc. TO:

This amendment was approved by a unanimous vote of the shares of the corporation, which was a sufficient number to approve the amendment, on the 2nd day of September, 1996.

EURO PINE IMPORTS CORPORATION

President/

ATTEST: