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TALLAHASSEE, FLORIDA

Richard E. Clark

December 22, 1995

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

EFFECTIVE DATE
1-1-96

Re: THE ATTIC ANTIQUE EMPORIUM, INC.

Dear Sir/Madam:

Enclosed is the signed original and one signed copy of the Articles of Incorporation of the above-referenced corporation. We have also enclosed check in the amount \$122.50 for the filing and certified copy fees. Please note the effective date of the corporation as being January 1, 1996.

Please process this at your earliest opportunity and return the certified copy of the Articles to the undersigned at the above referenced address.

Thank you for your assistance. If you have any questions, please do not hesitate to contact us.

Sincerely,

Richard E. Clark
RICHARD E. CLARK *by kac*

/kac
Enclosures

"SIGNED IN THE ABSENCE OF MR. CLARK
TO AVOID DELAY IN MAILING."

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SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
THE ATTIC ANTIQUE EMPORIUM, INC. TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

EFFECTIVE DATE

1-1-96

ARTICLE 1. Name. The name of the Corporation is: THE ATTIC ANTIQUE EMPORIUM, INC.

ARTICLE 2. Effective Date. The effective date for the existence of this corporation is January 1, 1996.

ARTICLE 3. Duration. The duration of the Corporation is perpetual.

ARTICLE 4. Purpose. The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE 5. Capital Stock. The aggregate number of shares which the Corporation is authorized to issue is 1,000 shares of common stock. Such shares shall be a single class and shall have a par value of \$1.00 per share.

ARTICLE 6. Initial Registered/Principal Office and Agent. The street address of the initial Registered/Principal Office of the Corporation is 905 No. Federal Hwy., Suite ABC, Lake Park, Florida 33403 and the name of its initial Registered Agent at that address is RICHARD J. HARRISON, JR.

ARTICLE 7. Initial Board of Directors. The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one. The names and addresses of each initial Director of the Corporation is as follows:

RICHARD J. HARRISON, JR. 1080 S.W. 18th Street
Boca Raton, Florida 33486

RICHARD J. HARRISON, SR. 1080 SW 18th Street
Boca Raton, Florida 33486

ARTICLE 8. Incorporator. The name and address of the Incorporator is as follows:

RICHARD J. HARRISON, JR. 1080 SW 18th Street
Boca Raton, Florida 33486

ARTICLE 9. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 22nd day of December, 1995.




RICHARD J. HARRISON, JR.

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22nd day of December, 1995 by RICHARD J. HARRISON, JR., who is personally known to me.



NOTARY PUBLIC, State of Florida

My Commission Expires:

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ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby accepts the appointment as Registered Agent of THE ATTIC ANTIQUE EMPORIUM, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 22nd day of December, 1995.



RICHARD J. HARRISON, JR.,
Registered Agent