

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-9171A

800-342-8006



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COMMUNICATIONS SECTION

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FILED
96 MAR 14 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAR 12 2004
DIVISION OF CONFIDENTIALITY

W96-5471

509

T. BROWN MAR 15 1996



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

March 13, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ANTIQUES FOREVER, INC.
Ref. Number: W96000005471

We have received your document for ANTIQUES FOREVER, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6927.

Kathy Hyman
Document Specialist

Letter Number: 696A00011116

ARTICLES OF INCORPORATION

OF

ANTIQUES FOREVER, INC.

FILED
96 MAR 14 PM 2:04
SECRET STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is **ANTIQUES FOREVER, INC.**

Article II - Purpose

This corporation is organized for the purposes of buying and selling antiques and doing any and all other services allowed by law.

Article III - Capital Stock

This corporation is authorized to issue 100 shares of US \$1.00 par value common stock. The Board of Directors may authorize the issuance of such stock to such persons upon such terms and for such consideration in cash, property or services as the Board of Directors may determine and as may be allowed by law. The just valuation of such property or services shall be fixed by the Board of Directors. All of such stock when issued shall be fully paid and exempt from assessment. This corporation may not issue more than one class of stock.

Article IV - Principal Office

The street address of the principal office of this Corporation is:

**1339 Sorolla Avenue
Coral Gables, Florida 33134**

Article V - Initialed Registered Office and Agent

The initial registered agent and the initial registered office is as follows:

**George L. Garcia, Esquire
807 S.W. 25 Avenue, Suite 205
Miami, FL 33135
305/649-3322**

Article VI - Board of Directors

The number of directors may be either increased or decreased from time to time as provided in the Bylaws but shall never be less than one. The following persons are directors of the Corporation until their successors are elected, and have

qualified in accordance with the applicable laws of the United States and Florida:

| <u>Name</u> | <u>Address</u> |
|---------------------------------------|---|
| Miosotis Perez President/Secretary | 1339 Sorolla Avenue Coral Gables, FL 33134 |

Article VII - Incorporators

The name and address of the initial incorporator (s) of this Corporation is as follows:

| <u>Name</u> | <u>Address</u> |
|----------------|---|
| Miosotis Perez | 1339 Sorolla Avenue Coral Gables, FL 33134 |

Article VIII - Powers

The Corporation shall have all the corporate powers enumerated in the Florida General Corporation Act.

Article X - Indemnification

Any person made a party, or threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, and whether or not brought by or in the right of the Corporation, brought to impose any liability or penalty on such person for any act or acts alleged to have been committed (including alleged omissions or failures to act) by such person in his or her capacity as director, officer, or employee, or agent of the Corporation, or of any other corporation, partnership, joint venture, trust, or other enterprises which he or she served as such at the request of the Corporation, shall be indemnified by the Corporation, unless the conduct of such person is finally adjudged to have been grossly negligent or to constitute willful misconduct, against judgments, fines, reasonable amounts paid in settlement, and reasonable expenses including attorneys' fees actually and necessarily incurred as a result of such action, suit, or proceeding, including any appeal thereof. The Corporation shall pay such expenses, including attorneys' fees, in advance of the final disposition of any such action, suit or proceeding upon receipt of an undertaking satisfactory to the Board of Directors by or on behalf of such person to repay such amount, unless it shall ultimately be determined that he or she is entitled to indemnification by the Corporation for such expense. Indemnification hereunder shall continue as to a person who has ceased to

be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

Article XI - Duration

The duration of the corporation is perpetual, unless sooner liquidated or dissolved in accordance with law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 3rd day of March, 1996.

Miguel Perez
Incorporator/Director

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me by
and affiant is personally known to me ~~or has produced the following~~
identification: N/A, this 3rd day of March, 1996.

My Commission expires:



GEORGE L. GARCIA
MY COMMISSION # 00186078 EXPIRES
April 2, 1999
BONDED THRU TROY FARM INSURANCE, INC.

George L. Garcia
Notary Public, State of Florida
At Large

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **ANTIQUES FOREVER INC.** at the place designated in the Articles of Incorporation, George L. Garcia agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091 Fla. Stat. (1981), relative to keeping open such office until such times he shall notify the corporation of his resignation.

Dated 3/3/96

George L. Garcia
George L. Garcia, Esq.

P96000023549



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 11, 1996

George L. Garcia, Esq.
807 S.W. 25 Avenue
Miami, FL 33135

SUBJECT: ANTIQUES FOREVER, INC.
REFERENCE NUMBER: P96000023549

Dear Sir/Madam:

This is to advise you that through error your corporation under the name of ANTIQUES FOREVER, INC. was filed on March 14, 1996. We already have a corporation that was filed on September 24, 1990 under the name of ANTIQUES ARE FOREVER, INC.

Therefore, because of the similarity of names, it is requested that you amend the name of your corporation to make it distinguishable from the earlier filed entity. I have enclosed guidelines for your convenience in preparing the amendment. There will be no fee charged for the filing of this amendment.

I apologize for this inconvenience and trust that you will get the amendment properly filled out and returned to my attention as quickly as possible so that we can get our records corrected.

Please return your document, along with a copy of this letter.

Sincerely,

Sharon L. Tala

Sharon L. Tala, Document Specialist Supervisor
Department of State - New Filing Section
(904)487-6924

P96000023549



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

June 11, 1996

George L. Garcia, Esq.
807 S.W. 25 Avenue
Miami, FL 33135

RECEIVED
FILED
JUN 28 AM 10:56
STATE

SUBJECT: ANTIQUES FOREVER, INC.
REFERENCE NUMBER: P96000023549

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Sincerely,

Sharon L. Tala

Sharon L. Tala, Document Specialist Supervisor
Department of State - New Filing Section
(904)487-6924

(Teresa Brown)

6/28

LAW OFFICES OF GEORGE LOUIS GARCIA
807 S.W. 25 Avenue, Suite 205, Miami, FL 33135; 305/649-3322

June 24, 1996

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

**Re: Filing of Amendment to Articles of Incorporation
of Antiques Forever, Inc.**

Dear Sir or Madam:

**Enclosed please find an amendment to the above corporation. Please process
this at your earliest convenience and return a copy for our files.**

Thank you.

Sincerely,


George L. Garcia

Enclosure: Amendment to Articles of Incorporation

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 28 AM 10:56

Antiques Forever, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article 1 is amended to change the
name of the corporation to :

Antiques For All, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 6/23/96

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/~~were~~ approved by the shareholders. The number of votes cast for the amendment(s) was/~~were~~ sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this day 23 of June, 19 96

Signature

Miosotis N Perez
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Miosotis Perez
Typed or printed name

President/Secretary
Title

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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