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TO: DEPT. OF STATE FROM: EMPLOYER CORPORATION
DEPARTMENT OF STATE
STATE OF FLORIDA
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TALLAHASSEE, FL 32399
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(((H96000003363))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: ACA INTERIOR, INC.

FAX AUDIT NUMBER: H96000003363
DATE REQUESTED: 03/08/1998
CERTIFIED COPIES: 1
NUMBER OF PAGES: 4
ESTIMATED CHARGE: \$122.50
CURRENT STATUS: REQUESTED
TIME REQUESTED: 15:18:02
CERTIFICATE OF STATUS: 0
METHOD OF DELIVERY: FAX
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MAR-11-1996 17:00

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 11, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: ACA INTERIORS, INC.
REF: W96000005266

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document is illegible and not acceptable for microfilming.

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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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000003363
Letter Number: 896A00010659

MAR-20-1996 09:04

03/13/96 11:20 FL Dept. of State p1 /1

P.01



FLORIDA DEPARTMENT OF STATE
Sandra B. Northum
Secretary of State

March 19, 1996

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: ACA INTERIORS, INC.
RMP: H96000005266

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

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) 487-6934.

Loria Poole
Corporate Specialist

FAX Aud. #: H96000003363
Letter Number: 296A00011161

ARTICLES OF INCORPORATION

For

ACA INTERIORS, INC.

Acting as incorporator of a corporation under the Florida General Corporation Act, the undersigned, a natural person competent to contract, adopts the following Articles of Incorporation for such Corporation.

First

The name of the Corporation is: *ACA INTERIORS, INC.*

Second

The period of duration of the Corporation is to be perpetual.

Third

The purpose or purposes for which the Corporation is organized is to engage in and conduct any and all business activities permitted under the laws of the United States and of the State of Florida.

Fourth

The aggregate number of shares which the Corporation is authorized to issue is: *1000* Such shares shall be of Common Stock having a par value of ONE AND NO/100 (\$1.00) DOLLAR per share. The holders of the outstanding capital stock shall be entitled to receive, when, and as declared by the Board of Directors, dividends payable in cash, in property, or in shares of the unissued capital stock of the Corporation. The Common Shares of the Corporation are not to be divided into classes.

Fifth

The street address of the initial Registered Office of this Corporation is: *650 OCEAN DRIVE, #9D, KEY BISCAYNE, FL 33149*

The name of the initial Registered Agent is: *AMPARO ANGEL*

The principal office and mailing address of the Corporation is also:

650 OCEAN DRIVE #9D, KEY BISCAYNE, FL 33149

Roy Gushwa

ALL ACCOUNTING & TAX SERVICE
5180 N.W. 16TH ST. (1196) 100
MIAMI LAKES, FLORIDA 33014

(305) 621-2386

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Sixth

The Corporation shall have ONE (1) Director, initially. The number of Directors may be either increased or decreased, from time to time, by the By-Laws, but, shall never be less than one (1). The names and addresses of the initial Directors of this Corporation is:

AMPARO ANGEL
650 OCEAN DRIVE #9D
KEY BISCAYNE, FL 33149

Seventh

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

AMPARO ANGEL
650 OCEAN DRIVE #9D, KEY BISCAYNE, FL 33149

Eighth

The shareholders shall have the power to adopt, amend, alter, change, and repeal the Articles of Incorporation when proposed and approved at a Shareholders' Meeting, with an affirming vote of no less than a majority of the outstanding Common Stock.

Ninth.

Shares held by the initial shareholders may not be sold or otherwise transferred to another person unless first offered to the remaining shareholders, or to this Corporation, at prices and terms, which, at the time within which those shares may be offered and sold, shall be further specified as the prices at which such shares are offered to others.

Tenth

The shareholders shall have pre-emptive rights to purchase at prices, terms, and conditions, which shall be fixed by the Board of Directors, such of the stock of this Corporation as may be used for money, or any property or service, from time to time, which would increase that stock authorized and issued by the Corporation.

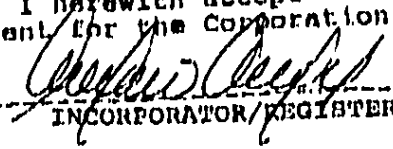
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pursuant to the FIFTH Article above, I herewith accept
Designation as Initial Registered Agent for the Corporation


INCORPORATOR/REGISTERED AGENT

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