

FILED
95 APR 12 AM 10:02
TALLAHASSEE, FLORIDA

RECEIVED
96 MAR 26 AM 10:04
SECTION
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

Secretary Of State
Tallahassee, FL 32392

Dear Sir:

P 96 0000 32346

Enclosed herewith are the articles of incorporation of the proposed corporation "Loft, Inc." Along with a check in the amount of \$122.50 to cover all costs.

Please return a certified copy of said articles of incorporation, endorsing your approval thereon.

We would appreciate your office processing this charter immediately and returning same in the enclosed stamped self-addressed envelope. If, for any reason, a charter cannot be issued immediately for the proposed corporation, please advise.

Very Truly Yours,

Dina Krieger Lavie
(305) 949-8373

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Returned Check # 589
Levital Lavie \$122.50

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F. CHESSEX APR 15 1996

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 3, 1996

LEVITAL LAVIE
13499 BISCAYNE BLVD #910
NORTH MIAMI, FL 33181

SUBJECT: LOFT, INC.
Ref. Number: W96000007106

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TALLAHASSEE, FLORIDA

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

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 296A00015147

Articles of Incorporation
OF

LOFT DECOR, INC.

Article I

Corporate Name

The Name Of This Corporation Shall Be:

LOFT DECOR, INC.

Article II

Nature Of The Corporate Business:

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

Article III

Capital Stock

This Corporation is authorized to issue a maximum of five hundred (500) shares of stock. The shares of stock authorized shall be common stock having a par value of one (1) dollar per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Article IV

Principal Place Of Business

The Corporation's principal office in the State of Florida shall be at, 13499 Biscayne Blvd., Ste #910 North Miami, FL. 33181.

Article V

Board OF Directors

The number of directors may be altered from time to time by By-Laws adopted by the shareholders. However, the Corporation shall have no less than one (1) director at any time.

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Article VI

Initial Director

Name
Dina Krieger Lavie

Address
13499 Biscayne Blvd., Ste #910
North Miami, FL. 33181

The first director shall hold office until the first annual meeting of the stockholders of the Corporation.

Certificate designating place of business for domicile for the services of process within this state, naming agent upon whom process may be served.

Article VII

In pursuance of Chapter 48.091, Florida statutes the following is submitted, in compliance with said act:

First. Loft, Inc. desiring to organize under the laws of the State of Florida with its principal office indicated in the Articles of Incorporation at 13499 Biscayne Blvd #910, County of Dade, State of Florida has named Tal Lavie whose office is located at 13499 Biscayne Blvd., Ste #910 North Miami, FL. 33181 as its agent to accept service of process within this State.

Actknowledgeement:

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisins of said act rerlative to keeping open said office.



Tal Lavie

Resident Agent

Article VIII

Incorporator

The name and post office address of the Incorporator executing these articles of Incorporation is as follows:

Incorporator

Address

Dina Krieger Lavie

13499 Biscayne Blvd., Ste 10
North Miami, FL. 33181

Article IX

Pre-Emptive Rights

Any shareholder of the Corporation desiring to sell his/her shares in the Corporation, shall first offer those shares to the other shareholders upon the same terms and conditions as the shares are being offered to non-shareholders. Any other shareholders wishing to purchase the offered shares, shall exercise their right of first to sell. Thereafter, the selling shareholder shall be free to sell his/her shares to any non-shareholder upon the same terms and conditions as were offered to the remaining shareholders.

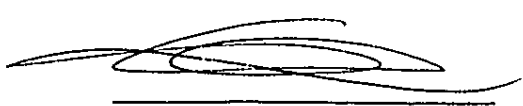
The undersigned Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does make and file these "Articles Of Corporation", hereby declaring and certifying that these facts are true.

By: Dina Krieger Lavie
Dina Krieger Lavie

State of Florida)
County of Dade) SS.:

Be it remembered that on this day before me, a Notary public duly authorized in the State and County named above to take acknowledgments, personally appeared Dina Krieger Lavie to me known to be the person described as the Incorporator, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS by hand and official seal at Miami, said County and State, This 22 day of March, 1996


Notary Public

OFFICIAL NOTARY SEAL
CONWAY B. HIGGIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC314071
MY COMMISSION EXP. OCT. 29, 1997