

8/23/96

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS FROM EMPIRE CORPORATE KIT COMPANY  
DEPARTMENT OF STATE 1492 FLORIDA  
STATE HOUSE 8111 20  
TALLAHASSEE, FL 32399-0330  
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((H96000011858))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: OPEN HOUSE AT CORAL GABLES, INC.

FAX AUDIT NUMBER: H90000011858

CURRENT STATUS: REQUESTED

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PREPARED BY:  
LAUREL INSURANCE CO., INC.  
1608 NW 57th Avenue  
Miami, Florida 33126  
(305) 262-4053  
MIGUEL E. TURDAY

ARTICLE OF INCORPORATION

(5)

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

ARTICLE ONE

The name of the corporation is OPEN HOUSE AT CORAL GABLES, INC.

ARTICLE TWO

The duration of the corporation is perpetual.

ARTICLE THREE

The general purpose for which the corporation is organized are:

- 1.- To engage in the business of retail sales of appliances and electronic products.
- 2.- To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- 3.- To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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#### ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100. Such shares shall be of a single class, and shall be \$5.00 par value.

#### ARTICLE FIVE

The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than ten persons. Stock shall be issued and transferable only to natural persons.

#### ARTICLE SIX

No stockholder shall have the right to sell, assign, pledge, transfer, devise, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof.

#### ARTICLE SEVEN

The street address of the initial business office of the corporation is 262 Miracle Mile, Coral Gables, Florida 33124.

and the name of its initial registered agent is Juana Trueba Mado.

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#### ARTICLE EIGHT

The number of directors constituting the initial board of directors of the corporation is three. The name and address of each person who is to serve as a member of the initial board of directors is:

NAME	ADDRESS
JUANA TRUEBA LINDO President/Secretary	8555 NW 36th Street Miami, Fl 33166
RAYMOND PEREZ Vice-President	8555 NW 36th Street Miami, Fl 33166
JORGE LUIS LINDO, JR. Treasurer	8555 NW 36th Street Miami, Fl 33166

#### ARTICLE NINE

A unanimous vote of directors for effective directors action is required at all directors meetings.

#### ARTICLE TEN

The name and address of each incorporator is:

NAME	ADDRESS
JUANA TRUEBA LINDO	8555 NW 36th Street Miami, Fl 33166

Executed by the undersigned at MIAMI, FLORIDA,  
on August 21, 1996.

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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In pursuance of Chapter 607.34 Florida Statutes, the following is submitted, in compliance with said Act:

First-Then OPEN HOUSE AT CORAL GABLES, INC.  
(NAME OF CORPORATION)

desiring to organize under the laws of the State of FLORIDA  
(FLORIDA)

with its principal office, as indicated in the articles of incorporation at City of CORAL GABLES, county  
(CITY)

of DADE, State of FLORIDA  
(COUNTRY) (STATE)

has named JUANA TRUEDA LLEDO  
(NAME OF RESIDENT AGENT)

located at 8555 NW 36th Street; Miami, Fl 33166  
(STREET ADDRESS AND NUMBER OF BUILDING,  
POST OFFICE BOX ADDRESS NOT ACCEPTABLE)

city of FLORIDA, County of DADE  
(CITY) (COUNTRY)

State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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 provision of said Act relative to keeping open said office.

BY Juana Trueda Lledo  
SIGNATURE  
REGISTERED AGENT  
AND  
INCORPORATOR

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