



Law Offices Anthony J. Scremin P.A.

37 Northeast 26th Street, Miami, Fla. 33137

FILED

55 SEP -5 AM 9:24

TALLAHASSEE, FLORIDA

A. J. Scremin
(305) 570-0000
Fax (305) 573-2313

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

500001940225
-09/05/95--01038--022
***122.50 ***122.50

RE: PARIS FURNISHINGS, INC.

Enclosed please find:

1. Certificate of Incorporation.
2. Check for \$ 122.50

Kindly:

1. File Same.
2. Return a Certified copy of said filing.

Thank you in advance for your courtesy and cooperation relative to this matter. If you should have any questions please do not hesitate in calling me.

Very truly yours,


ELIANA SCREMIN

/is

Enc.

PT
9/10

CERTIFICATE OF INCORPORATION

OF

PARIS FURNISHINGS, INC.

26 SEP -5 AM 9:36

TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby associate ourselves together and subscribed this Certificate of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, and subject to the following provisions;

ARTICLE ONE

The name of the corporation shall be:

PARIS FURNISHINGS, INC.

ARTICLE TWO

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

ARTICLE THREE

The maximum number of shares of stock which the corporation shall have outstanding at any time, shall be ONE HUNDRED (100) SHARES of stock which shall be common stock of a par value of ONE DOLLAR (\$ 1.00) per share. All or any part of the capital stock may be paid for either in lawful monies of the United States of America, or in services, at a true valuation thereof.

ARTICLE FOUR

This corporation shall begin business with a minimum capital of the amount of FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE FIVE

This corporation shall have perpetual existence.

ARTICLE SIX

The principal office of the corporation shall be located at: 6624 N.W. 4 Street, Margate, FL 33063.

Other offices for the transaction of business may be located wherever the Directors may deem necessary or expedient.

ARTICLE SEVEN

The business of the corporation shall be managed by a Board of Directors, who need not be stockholders of the corporation. The number of Directors, not less than one, shall be fixed by resolution of the stockholders at any regular or special meeting, subject to the manner of holding such meetings prescribed by the by-laws.

ARTICLE EIGHT

The names and post office addresses of the members of the First Board of Directors and the officers who shall hold office for the first year of existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

BOARD OF DIRECTORS

WILLIAM B. PIKE	6624 NW 4 Street Margate, FL 33063
SAM S. HARRIS	4458 McIntoch Park Drive, Apt. 1305 Sarasota, FL 34232

OFFICERS

President	WILLIAM B. PIKE
Vice-President	SAM S. HARRIS
Secretary	SAM S. HARRIS
Treasurer	WILLIAM B. PIKE

ARTICLE NINE

The names and post office addresses of each of the subscribers to this Certificate of Incorporation and the number of shares of stock which each subscriber agrees to take, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES</u>
WILLIAM B. PIKE	6624 NW 4 St. Margate, FL 33063	51%
SAM S. HARRIS	4458 McIntoch Park Drive Sarasota, FL 34232	49%

ARTICLE TEN

This corporation shall have full power to carry on and transact each or all of the businesses enumerated in Article Two of the Certificate, and shall have all the general and additional powers now and hereafter conferred upon it by law.

ARTICLE ELEVEN

This corporation shall have the power to issue the whole or any part, determined by the Board of Directors, of the shares of the capital stock as partly paid, subject to calls thereon until the whole thereof shall have been paid.

ARTICLE TWELVE

Upon election of a Board of Directors by the stockholders, such Board of Directors shall manage the business affairs of this corporation without the necessity of further authority from the stockholders, except as by law or in this certificate otherwise provided; any action of such Board of Directors may be rescinded, or any officer or director removed from office, only upon a vote of stockholders holding a majority of the stock of the corporation which may at such time be actually issued unless otherwise provided by the by-laws of the Board of Directors. All holders of common stock of this corporation shall be entitled to vote the same in the manner provided by law whether said stock be fully paid or partially paid unless otherwise determined by the Board of Directors at or before the time of issuance thereof.


ARTICLE THIRTEEN

The corporation does hereby designate the following address as its registered office: 6624 N.W. 4 Street, Margate, FL 33063.

The corporation does hereby designate WILLIAM B. PIKE, as registered agent.

IN WITNESS WHEREOF, the undersigned incorporate have hereunto set their hands and affixed their seals, this 27 day of July, 1996.


WILLIAM B. PIKE (Seal)

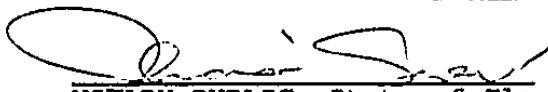

SAM S. HARRIS (Seal)

My Commission Expires:

STATE OF FLORIDA)
COUNTY OF DADE) SS:

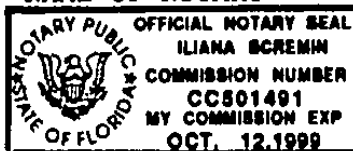
BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared: WILLIAM B. PIKE who, is personally known to me first duly sworn, executed the foregoing Certificate of Incorporation freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, this 27 day of July, 1996.


NOTARY PUBLIC, State of Fla.

ILIANA SCREMIN
NAME OF NOTARY

My Commission Expires:



STATE OF FLORIDA)
COUNTY OF Dade) SS:

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgements personally appeared, SAM S. HARRIS, who is personally known to me, first duly sworn, executed the foregoing Certificate of

Incorporation freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said County and State, this 29 day of July, 1996.

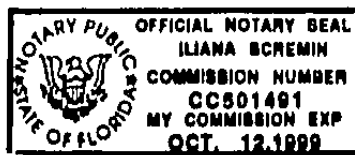


NOTARY PUBLIC, STATE OF FLA.

ILIANA SCREMIN

Name of Notary

My commission expires:



SEP 5 AM 9:35

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

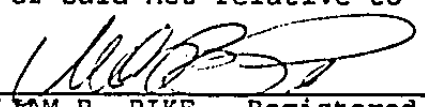
PARIS FURNISHINGS, INC.

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

First-- That, PARIS FURNISHINGS, INC. , desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Margate, County of Broward, State of Florida, has named WILLIAM B. PIKE, located at 6624 N.W. 4 Street, Margate, Florida 33063, as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

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.


WILLIAM B. PIKE, Registered
Agent