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EMPIRE

CORPORATION

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((H96000013013 3))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305) 541-3694

ACCT#: 072450003255

FAX #: (305) 541-3770

NAME: L'CLUBIVE, INC.

AUDIT NUMBER.....H96000013013

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$122.50

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Correction
9-18-96

RECEIVED OF STATE
TALLAHASSEE, FLORIDA

SEP 19 PM 1:41

FILED

OK 43372
Ray
9/18



FLORIDA DEPARTMENT OF STATE

Sandra B. Morham
Secretary of State

September 18, 1996

EMPIRE CORPORATE KIT COMPANY

SUBJECT: L'SCLUSIVE, INC.
REF: W96000019633

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

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.

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) 487-6933.

Dana Calloway
Document SpecialistFAX Aud. #: H96000013013
Letter Number: 296A00043186

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ARTICLES OF INCORPORATION SEP 10 1986

OF

L'HOME DE CORD, INC.

"THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be:

L'HOME DE CORD, INC.

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business and mailing address of this corporation shall be: 154 GIRALDA AVE. CORAL GABLES FL. 33149.

ARTICLE IV

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

PREPARE BY:

1

ALBER-PROFESIONAL SERVICES

210 S.W. 15 ROAD#300

MIAMI, FL. 33129.

(305)854-3055.

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To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;

To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;

To lend money to, and use its credit to assist, its officers and employees in accordance with Florida Statute §607.141;

To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, or municipality or of any instrumentality thereof;

To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income;

To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security of the payment of funds so loaned or invested;

To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state;

To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

To make and alter bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for the administration;

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To make donations for the public welfare or for charitable, scientific, or educational purposes;

To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other enterprise;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute §607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 100 shares, having an individual par value of \$1.00. EAC

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

MARIA LORENA PEREZ ITRIAGO
154 GIRALDA AVENUE.
CORAL GABLES FLORIDA 33149.

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EMPIRE CORPORATE KIT

P.02/02

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ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

MARIA LORENA PEREZ ITRIAGO
154 GIRALDA AVENUE
CORAL GABLES FL. 33149

The undersigned has executed these Articles of Incorporation
this 18 day of SEPTEMBER, 1996.


Incorporator

H96000013013

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EMPIRE CORPORATE KIT

P.07/07

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

First that L'HOMME DE CORD, 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 has named Maria Lorena Perez Itriago
(Name of Registered Agent)
located at 154 Giralda Ave. Coral Gables, FL 33149
City of Miami County of DADE
(City) (County)

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

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Maria Lorena Perez Itriago
Registered Agent

FILED
SEP 18 1936
DADE
COUNTY
FLORIDA

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EMPIRE CORPORATE KIT

02/84

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((H96000013486 1))

F CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: L'HOMME DE CORD, INC.
AUDIT NUMBER.....H96000013486
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
CERT. COPIES.....0

PAGES..... 3
DEL.METHOD.. FAX
EST.CHARGE.. \$35.00

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FLORIDA DIVISION OF CORPORATION

NUM Connect: 00:08:11

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
96 SEP 26 AM 11:49
DIVISION OF CORPORATIONS

W96-20344

Corporation
Linda

FILED
96 SEP 26 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP-26-1996 11:37

EMPIRE CORPORATE KIT

P.01/04



FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

September 26, 1996

L'HOMME DE CORD, INC.
154 GINALDA AVE
CORAL GABLES, FL 33149

SUBJECT: L'HOMME DE CORD, INC.
REF: P96000077989

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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.

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Linda Stitt
Corporate Specialist

FAX Aud. #: N96000013486
Letter Number: 196A00044287

H96000013486

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

P960000 77989

L' Home Decor, Inc.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

ARTICLES ONE; TO READ AS FOLLOWS THE NAME OF
THIS CORPORATION SHALL BE: L' HOME DECOR, INC.

FILED
96 SEP 26 PM 12:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Prepared by: Albert Professional Services
210 SW 15th Road # 300
Miami, FL 33129
(305) 854-3055
ALBERTO MIGUEL

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THIRD: The date of each amendment's adoption: September 25-96

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 25 day of September, 1996

Signature

Lorena Perez
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer authorized by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

MARIA LORENA PEREZ TIRIAGO

Typed or printed name

PRESIDENT- INCORPORATOR

Title

H96000013486