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12/09/96

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (904) 922-4001
FROM: KATZ, BARRON, SQUITERO & FAUST, P.A. ACCT#: 072627002473
CONTACT: ALBERT J XIQUES
PHONE: (305) 856-2444 FAX #: (305) 285-9227

NAME: SCULPTURE DESIGN IMPORTS OF FLORIDA, INC.
AUDIT NUMBER.....H96000017216
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
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TALLAHASSEE, FLORIDA

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SCULPTURE DESIGN
TALLAHASSEE, FLORIDA

12-11-96

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FLORIDA DEPARTMENT OF STATE
Sandra B. Martham
Secretary of State

December 9, 1996

KATZ, BARRON, SQUITERO & FAUST PA

MIAMI, FL

SUBJECT: SCULPTURE DESIGN IMPORTS OF FLORIDA, INC.
REF: W96000025798

We have received your document for SCULPTURE DESIGN IMPORTS OF FLORIDA, INC. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

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) 487-6878.

Terri Buckley
Corporate Specialist

FAX Aud. #: H96000017216
Letter Number: S96A00055042

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Fax Audit No. H96000017216

ARTICLES OF INCORPORATION
OF
SCULPTURE DESIGN IMPORTS OF FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of the corporation is SCULPTURE DESIGN IMPORTS OF FLORIDA, INC. The mailing address of the corporation shall be 416 South Robertson Boulevard, Los Angeles, California 90048.

ARTICLE II

DURATION

This corporation shall have a perpetual existence commencing upon filing of the Articles of Incorporation with the Secretary of State.

ARTICLE III

PURPOSE

The corporation shall be authorized to engage in and transact any and all lawful business within and without the State of Florida

Fax Audit No. H96000017216
This instrument prepared by:
Adam J. Lamb, Esq. 899046
Fla. Bar No.
KATZ, BARRON, SQUITERO, FAUST
& BERMAN, P.A.
2699 South Bayshore Drive
Seventh Floor
Miami, Florida 33133
(305)856-2444

Fax Audit No. H96000017216

or United States for which corporations may be incorporated under Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE IV

POWERS

The corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 607, Florida Statutes, as amended and supplemented.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue 600 shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

INCORPORATOR

The name and address of the person signing these Articles as Incorporator is:

ADAM J. LAMB, Esq.
Katz, Barron, Squitero, Faust & Berman, P.A.
2699 South Bayshore Drive - 7th Floor
Miami, Florida 33133

ARTICLE VII

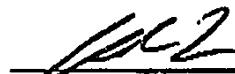
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2699 South Bayshore Drive, 7th Flcor, Miami, Florida 33133, and the name of the initial registered agent of this corporation at that address is CORPCO, INC.

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IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation this 9th day of December, 1996.


ADAM J. LAMB, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above corporation at the place designated in the Articles of Incorporation, we hereby accept this appointment of, and designation as, registered agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that we may be found as registered agent for service of process upon said proposed corporation at the address set forth in Article VII of such Articles.

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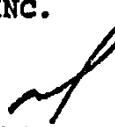
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IN WITNESS WHEREOF, as said registered agent, we have caused
this Statement to be signed on this 9th day of December, 1996.

CORPCO, INC.

By 
HOWARD L. FRIEDBERG, Vice President

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