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ATTORNEY AT LAW
1830 PONCE DE LEON BOULEVARD
CORAL GABLES, FLORIDA 33134

EILEEN MURPHY BRAKE

(305) 444-1884

December 26, 1996

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

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-12/31/96--01013--002
*****87.50 *****87.50

Gentlemen,

I am enclosing Articles of Incorporation for Oriental Rugs and Art Liquidators, Inc., together with a check for \$87.50 for fees. Will you please file the Articles and return a certified copy of the charter after it is registered.

Thanking you for your attention to the above, I am

Very truly yours,

Robert M. Brake
Robert M. Brake, Esquire

Dictated by Mr. Brake but signed in his absence to avoid delay.

JAN 6

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FILED
96 DEC 30 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

96 DEC 30 PH 2:04

ARTICLES OF INCORPORATION
OF
ORIENTAL RUGS AND ART LIQUIDATORS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Oriental Rugs and Art Liquidators, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
1824 Ponce de Leon Blvd., Coral Gables, Florida 33134

ARTICLE III PURPOSE,

The purpose of this corporation is to engage in the purchase, sale and resale, as principal and/or agent, of oriental rugs and art objects, and such other acts authorized by law.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of no par value stock

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Mohammad Hosseimian,
1824 Ponce de Leon Blvd., Coral Gables, Florida 33134 1095 Bald Eagle Drive, Marco
Island, Florida

ARTICLE VI INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporation are:

Mohammad Hosseinian
540 Brickell Key Drive Apt 1421
Miami, Florida 33131

Hormoz Fayaz
11420 S.W. 107th Avenue
Miami, Florida 33176

The undersigned incorporator has executed these Articles of Incorporation this
20 day of December 1996

Mohammad Hosseinian
H. Fayaz

STATE OF FLORIDA

COUNTY OF ~~Dade~~ COLLIER

Before me, the undersigned Notary Public, personally appeared, Mohammad Hosseinian, personally known, or who having presented the following identification: personally known, who after being by me first duly sworn deposed and said that the above and foregoing is true and correct.

Subscribed and sworn to before me this 20 day of December, 1996

Sue A. Gatti

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE



My commission expires:

STATE OF FLORIDA

COUNTY OF ~~Dade~~ COLLIER

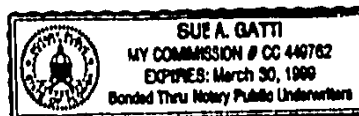
Before me, the undersigned Notary Public, personally appeared, Hormoz Fayaz, personally known to me, or who having presented the following identification: personally known, who after being by me first duly sworn deposed and said that the above and foregoing is true and correct.

Subscribed and sworn to before me this 20 day of December, 1996

Sue A. Gatti

NOTARY PUBLIC

STATE OF FLORIDA AT LARGE



My commission expires:

FILED

ACCEPTANCE OF RESIDENT AGENT 96 DEC 30 PM 2:04

I hereby am familiar with and accept the duties and responsibilities of Registered
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Agent for said corporation.


REGISTERED AGENT