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EMPIRE CORPORATE KIT

P.01/12

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: SHAPES AND FORMS, INC.
AUDIT NUMBER.....H97000001573
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0 PAGES..... 7
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**ARTICLES OF INCORPORATION
OF
SHAPES AND FORMS, INC.**

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: **SHAPES AND FORMS, INC.**

ARTICLE II

The general nature of the business to be transacted by this corporation is to manufacture, purchase, sell, assign, transfer, or otherwise dispose of, and invest in, trade in, deal in and with goods, wares, merchandise, real and personal property, and services of every class, kind and description, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph or cemetery company, a building and loan association, mutual fire insurance association, a cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 300 shares at \$1.00 par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

The address of the principal office of this corporation shall be:
H97000001573

4009 N.E. 5th Terrace
Fort Lauderdale, Florida 33334

This Instrument Prepared By: **SUSAN H. MAURER, ESQ.**
Florida Bar No. 138351
Panza, Maurer, Maynard & Neal, P.A.,
3600 North Federal Highway, 3rd Floor
Fort Lauderdale, FL 33308
(954) 390-0100

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ARTICLE V

The amount of capital with which this corporation will begin business is not less than \$300.00.

ARTICLE VI

This corporation is to exist perpetually.

ARTICLE VII

Pursuant to 607.0501, Florida Statutes, the registered office of this corporation in the State of Florida and the Registered Agent in the State of Florida shall be SUSAN H. MAURER, ESQ., 3600 North Federal Highway, 3rd Floor, Fort Lauderdale, Florida 33308.

ARTICLE VIII

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the stockholders.

ARTICLE IX

The names and post office addresses of the member of the first Board of Directors, and the Chairman of the Board, President, Vice President, and Secretary/Treasurer are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
Marina Haralambous	2101 N.E. 64th Street Fort Lauderdale, Florida 33308	President
Jimmy Joannou	2427 Sea Island Drive Fort Lauderdale, Florida 33301	Vice President/ Secretary/ Treasurer

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ARTICLE X

The names and post office addresses of the subscribers of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of consideration is:

<u>NAME</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>	<u>CONSIDERATION</u>
Marina Haralsenbous	2101 N.E. 64th Street Ft. Lauderdale, FL 33308	150	\$150.00
Jimmy Joannon	2427 Sea Island Drive Ft. Lauderdale, FL 33301	150	\$150.00

In accordance with Florida Statute 607.77, it is expressly provided herein that the shareholders of this corporation shall have pre-emptive rights in any new stock of the same kind, class or series as that which they already hold and they shall have the right to purchase their pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which is offered to others, which price, in the case of par value shares, may be in excess of par.

ARTICLE XI

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at the stockholders meeting by the unanimous vote of the stockholders entitled to vote thereon.

ARTICLE XII

It is the intention of this Charter that the directors shall sell the capital stock of this corporation in accordance with the conditions of Section 1242-1244, inclusive, of the Internal Revenue Code.

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ARTICLE XIII

Pursuant to Fla. Stat. 607.0721, at all elections of directors of this corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of directors with respect to his shares multiplied by the number of directors to be elected, and he may cast all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

Marina Haralambous
MARINA HARALAMBOUS

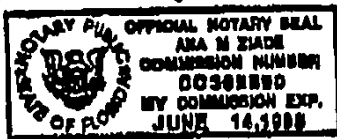
STATE OF FLORIDA)
)
COUNTY OF BROWARD) ss.

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Marina Haralambous to me known, ~~as has produced~~ _____ as identification to be the person(s) described as the subscribers in, and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and seal this 24th day of January, 19 97.

Ava M. Ziade
NOTARY PUBLIC
Ava M. Ziade
Print Name

My commission expires:



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JIMMY JOANNOU

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

ss.

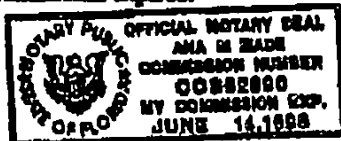
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Jimmy Joannou to me known, or has produced _____ as identification to be the person(s) described as the subscribers in, and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and seal this 24th day of January, 19 97.


NOTARY PUBLIC

Print Name

My commission expires:



This Instrument Prepared By:
SUSAN H. MAURER, ESQ.
Florida Bar No. 138351
Panza, Maurer, Maynard & Neel, P.A.
3600 North Federal Highway, 3rd Floor
Fort Lauderdale, FL 33308
(954) 390-0100

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

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST: That SHAPES AND FORMS, 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 Fort Lauderdale, County of Broward, State of Florida, has named Susan Horovitz Maurer, Esquire, Panza, Maurer, Maynard & Neel, P.A., located at 3600 North Federal Highway, Third Floor, Fort Lauderdale, Florida, 33308, as its Registered Agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the 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.


Susan Horovitz Maurer
Registered Agent

STATE OF FLORIDA

COUNTY OF

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Susan Horovitz Maurer, to me well known to me to be the person described in and who executed the foregoing instrument, and she acknowledged before me that she executed the same instrument as her free and voluntary act and deed for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 24th day of January, 1997.

My Commission Expires:


NOTARY PUBLIC

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CLERK OF THE COURT
STATE OF FLORIDA