

PA 70000 39803

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305-731-4741

FULLER ACCOUNTING AND MANAGEMENT SERVICES

3365 N.W. 32nd Court 97 MAY -1 PM 2: 15

Lauderdale Lakes, Fl. 33309
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 27, 1997.

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

Re: MODERN UPHOLSTERY, INC.

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-05/01/97--01130--008
****122.50 ****122.50

1. Articles of Incorporation
2. Registration of Agent
3. Certified copy of Articles of
Incorporation

\$122.50

Your usual kind attention will be appreciated.

Yours Truly,
FULLER ACCOUNTING AND MANAGEMENT SERVICES

By: [Signature]
Lloyd L. Fuller.

[Handwritten initials and date] 5/5/97

FILED

97 MAY -1 PM 2: 15

ARTICLES OF INCORPORATION
OF

STATE
PALM BEACH, FLORIDA

MODERN UPHOLSTERY, INC.

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be:

MODERN UPHOLSTERY, INC.

The principal place of business of this corporation shall be

3901 WEST SUNRISE BLVD
LAUDERHILL, FLORIDA 33311

ARTICLE 11. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE 111. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have at any one time is 1,000 shares of common stock having a \$1 par value per share.

ARTICLE IV. ADDRESS

The address of the initial registered office of the corporation shall be 3365 N.W. 32nd COURT, LAUDERDALE LAKES, Florida 33309, and the name of the initial registered agent of

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VII. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII. OFFICERS AND DIRECTORS.

This corporation shall have one Director and one officers initially. The name and street address of the directors and initial officers who shall hold office for the first year of the corporation or until his successor is elected or appointed is:

STEPHEN J. TAFFE DIRECTOR/PRESIDENT/TREASURER

661 West Melrose Circle, Fort Lauderdale, Fl. 33312

YVONNE TAFFE SECRETARY

661 West Melrose Circle, Fort Lauderdale, Fl. 33312

ARTICLE IX. INCORPORATOR

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

STEPHEN J. TAFFE

661 West Melrose Circle

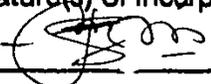
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of Incorporation is(are):

STEPHEN TAFFE
661 WEST MELROSE CIRCLE
FORT LAUDERDALE, FLORIDA 33312

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 28th day of April, 1997

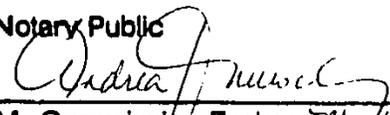
Signature(s) of Incorporator(s)

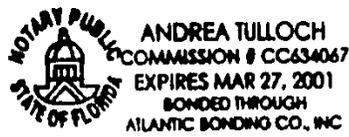


STEPHEN J. TAFFE

STATE OF FLORIDA
COUNTY OF BROWARD

THE FOREGOING instrument was acknowledged and sworn to before me this 28th day of April, 1997, by Stephen J. Taffe
(Name of incorporator)
of MODERN UPHOLSTERY, INC.
(Name of Corporation)

Notary Public

My Commission Expires: March 27, 2001



(SEAL)
ARTICLES OF INCORPORATION FILING FEE:

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

FILED

97 MAY -1 PM 2: 15

Pursuant to the provisions of Section 607.325, 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.

1. The name of the corporation is: MODERN UPHOLSTERY, INC

2. The name and address of the registered agent and office is:

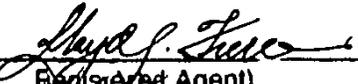
LLOYD L. FULLER, DBA FULLER ACCOUNTING & MANAGEMENT SERVICES FL REG. 692366000459
3365 N.W. 32nd COURT,
(P. O. BOX NOT ACCEPTABLE)
LAUDERDALE LAKES, FLORIDA 33309
(CITY/STATE/ZIP)

SIGNATURE  STEPHEN J. TARPE
(Corporate Officer)

TITLE DIRECTOR / PRESIDENT

DATE 4/27/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE By: 
(Registered Agent)

DATE April 28, 1997

REGISTERED AGENT FILING FEE: