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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**EURO DESIGN
QUALITY FURNITURE**

"Der Tischler Macht's Persönlich"
4491 S.W. 75 Ave. • Miami, FL 33155

May 23, 1997

Florida Department of State
P.O. Box 6327
Tallahassee, Florida 33124

Re: EURO DESIGN QUALITY FURNITURE, INC.

Ladies and Gentlemen:

Enclosed find our check for \$122.50 to file the accompanying Articles of Incorporation for the above corporation.

Please send us a Certificate of Incorporation by return mail.

Thank you for your cooperation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

EURO DESIGN QUALITY FURNITURE, INC.

ARTICLE I - NAME

The name of this corporation is EURO DESIGN QUALITY FURNITURE , INC.

ARTICLE II - DURATION

The corporation is to exist perpetually.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of manufacturing, modifying, and selling wood furniture, cabinetry and related products and transacting any other lawful business in the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V - 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 (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The principal office of this corporation is at 4491 S.W. 75th Avenue, Miami
FLORIDA 33155. The street address of the registered office of this corporation
is 4491 S.W. 75th Avenue, Miami, Florida 33155 and the name of the registered
agent of this corporation is KARL HUBER.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of
directors may be increased from time to time, in accordance with the bylaws of
the corporation, but shall never be less than one (1). The name and address
of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
KARL HUBER	4491 S.W. 75 TH AVENUE MIAMI, FLORIDA 33155

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation
is: KARL HUBER AT 4491 S.W. 75TH AVENUE MIAMI, FLORIDA 33175.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be
vested in the Board of Directors.

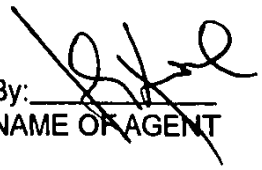
CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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

THAT KARL HUBER desiring to organize under the laws of the State of Florida,
with its principal office as indicated in these Articles of Incorporation has named
KARL HUBER AT 4491 S.W. 75TH AVENUE, MIAMI, FLORIDA 33155, as its agent to
accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-named
corporation, at the place designated in this Certificate, I hereby accept to act
in that capacity, and agree to comply with the provisions of said Act relative to
keeping said office.

By: 
NAME OF AGENT

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereof, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, the undersigned subscriber has executed

these Articles of Incorporation on this 27th day of May, 1997.

KARL HUBER

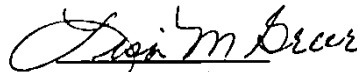
NAME OF AGENT

STATE OF FLORIDA

COUNTY OF DADE

THE FOREGOING ARTICLES OF INCORPORATION were sworn to and acknowledged before me on this 27th day of May, 1997, by

Karl Huber


Notary Public
State of Florida

My commission expires:

NOTARY PUBLIC
STATE OF FLORIDA
LISA M. GREER
COMMISSION # CC 567394
EXPIRES AUG 05, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.