

P97000063805

GEORGETTE SOSA DOUGLASS, P.A.

ATTORNEY AND COUNSELLOR AT LAW
320 SOUTHEAST 9TH STREET
FORT LAUDERDALE, FLORIDA 33316-1128

TELEPHONE (954) 768-0046
TELEFAX (954) 462-8258

16 July 1997

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

100002244311--2
-07/22/97-01121-005
***122.50 ***122.50

RE: Dusty Corners Antiques, Inc.

Dear Sir or Madam,

I enclose herewith an original and one (1) copy of the Articles of Incorporation of the above newly formed company. After this has been filed on record with your offices, please return one certified copy to this office in the stamped, self-addressed envelope provided for your convenience.

We are also enclosing a check (#2568) in the amount of One Hundred Twenty-Two Dollars and Fifty Cents (\$122.50) to cover the costs of filing as follows:

Filing Fee	\$ 35.00
Certified Copy	\$ 52.50
Registered Agent Designation	<u>\$ 35.00</u>
Total Amount of Check	\$122.50

Thank you for your prompt attention to this matter.

Yours very truly,


Georgette Sosa Douglass

GSD/slh

Encls.: Articles of Incorporation (2)
Return envelope
Check #2568

FILED
97 JUL 22 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AL JUL 23 1997

ARTICLES OF INCORPORATION
OF
DUSTY CORNERS ANTIQUES, INC.

FILED
97 JUL 22 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers of these Articles of Incorporation, and natural persons 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 DUSTY CORNERS ANTIQUES, INC.

ARTICLE II

The general nature of the business to be transacted by this corporation is, to manufacture, purchase, or otherwise acquire and hold, to own, mortgage, pledge, 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, 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: 100 (ONE HUNDRED) shares @ ONE DOLLAR (\$1.00) per share par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

The amount of capital with which this Corporation will begin business is not less than One Hundred Dollars (\$100.00).

ARTICLE VI

Pursuant to §607.0501, Florida Statutes, the principal office of this Corporation shall be:

1101 Southeast Sixth Street
Ft. Lauderdale, FL 33301

and the registered agent in the State of Florida shall be:

WILLIAM L. BODOR

whose business address is: 1101 Southeast Sixth Street, Ft. Lauderdale, Florida 33301.

ARTICLE VII

This Corporation shall have two (2) directors, initially. The number of directors may be increased or diminished, from time to time, by by-laws adopted by the stockholders.

ARTICLE VIII

The names and post office addresses of the members of the first Board of Directors, the President, Vice-President, Treasurer and Secretary are:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
William L. Bodor	1101 Southeast Sixth Street Ft. Lauderdale, FL 33301	President

Carolyn D. Bodor

1101 Southeast Sixth Street
Ft. Lauderdale, FL 33301

Vice-President,
Secretary, and
Treasurer

ARTICLE IX

The name and address of each subscriber of these Articles of Incorporation, the number of shares of stock each agrees to take and the value of the consideration is:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. SHARES</u>	<u>PAID</u>
William L. Bodor	1101 S.E. Sixth Street Ft. Lauderdale, FL 33301	50	\$50.00
Carolyn D. Bodor	1101 S.E. Sixth Street Ft. Lauderdale, FL 33301	50	\$50.00

In accordance with §607.0630, Florida Statutes 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 it is offered to others, which price in the case of par value shares may be in excess of par.

ARTICLE X

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 a stockholders meeting by the majority of the stockholders entitled to vote thereon.

ARTICLE XI

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

C. P. B. B. SEAL

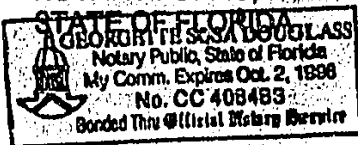
STATE OF FLORIDA

COUNTY OF BROWARD

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: **WILLIAM L. BODOR**, to me known to be the person described as subscriber in, and who executed the foregoing Articles of Incorporation, acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and seal this 4 th day of Dec, 1997.

NOTARY PUBLIC



CORPFORMSARCTIC-IN.BOD

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

In pursuance of §48.091, and §607.0501, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST, that DUSTY CORNERS ANTIQUES, INC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the City of Ft. Lauderdale, County of Broward, State of Florida, has named WILLIAM L. BODOR, 1101 Southeast Sixth Street, Ft. Lauderdale, Florida 33301, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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



WILLIAM L. BODOR
Registered Agent

7-14-97
DATE

CORP\FORMS\CERT-PRO.BOD

FILED
97 JUL 22 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATE RESOLUTION
OF
DUSTY CORNERS ANTIQUES, INC.

The undersigned do hereby certify that the following Resolution was unanimously adopted at a meeting of all of the shareholders and directors of DUSTY CORNERS ANTIQUES, INC., a Florida Corporation (the "Corporation"), held on July 14, 1997 at 9 a.m./p.m.:

RESOLVED: That the Corporation is authorized to open a bank account at SunBank, and transact such business with SunBank as may be necessary in the discretion of its Officers, for the successful and normal course of its business, including but not limited to checking and savings accounts, obtaining safety deposit boxes, loans, or mortgages, etc.

EXECUTED this 14 day of July, 1997.

By: William L. Bodor (SEAL)
William L. Bodor,
President, Shareholder

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared WILLIAM L. BODOR, President, DUSTY CORNERS ANTIQUES, INC., a Florida Corporation, to me known to be the person who executed the foregoing Corporate Resolution and he acknowledged

before me that he executed the same in his official capacity, freely and voluntarily, for the purposes therein expressed.

WITNESS my hand and seal at Fort Lauderdale, Broward County, Florida the 14th day of July, 1997.



NOTARY PUBLIC,

State of Florida



GEORGETTE SOSA DOUGLASS
Notary Public, State of Florida
My Comm. Expires Oct. 2, 1998
No. CC 408483
Bonded Thru Official Notary Service

CORP\FORMS\CORP-RES.BOD