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9/16/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

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NAME: V. L. INTERIORS, INC.

AUDIT NUMBER.....H97000015332

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

V. L. INTERIORS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is V. L. INTERIORS, INC.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any and all business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III - DURATION

This corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue One Thousand (1000) Shares of \$1.00 par value common stock, which shall be designated "Common Shares". There shall be only one (1) class of stock.

ARTICLE V - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors of the corporation.

ARTICLE VI - INITIAL PRINCIPLE OFFICE

The street address of the initial principle office of V. L. INTERIORS, INC. is 923 Summit Blvd., West Palm Beach, FL 33405.

Prepared by:  
Kirk Grantham, Esq.  
1860 Forest Hill Blvd., Suite 105  
West Palm Beach, FL 33406  
(561) 966-6211  
Fla. Bar No. 133803

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ARTICLE VII - INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent of this corporation is VALERIE LYMAN, 923 Summit Blvd., West Palm Beach, FL 33405.

ARTICLE VIII - BOARD OF DIRECTORS

The business and affairs of this corporation shall be managed and shall be under the direction of the directors of the corporation. Directors need not be residents or citizens of the State of Florida. The directors may take action by written consent without a meeting as provided by law. The name and address of the initial director(s) of this corporation is:

Valerie Lyman                      923 Summit Blvd.  
West Palm Beach, FL 33405

ARTICLE IX - INDEMNIFICATION

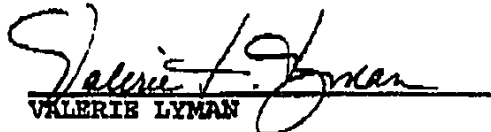
The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE X - INCORPORATOR

The name and address of the person(s) signing these Articles of Incorporation are:

Valerie Lyman                      923 Summit Blvd.  
West Palm Beach, FL 33405

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 15 day of September, 1997.

  
VALERIE LYMAN

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STATE OF FLORIDA

COUNTY OF PALM BEACH


The foregoing instrument was acknowledged before me this 15  
day of September, 1997 by VALERIE LYMAN who is personally known to  
me or who produced FLA. Dir. License L550-272-64-774 as  
identification.

(N. P. SEAL)



Print or stamp name of notary public, commission  
number and date of expiration

nthvinteriors.art

  
Notary Public, State of Florida

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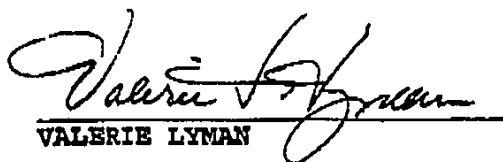
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DESIGNATION AND ACCEPTANCE

OF REGISTERED AGENT

V. L. INTERIORS, INC. hereby appoints VALERIE LYMAN to act as Registered Agent for the purpose of accepting service of process in accordance with the provisions of Chapter 607, F.S.A.

The undersigned does hereby accept such appointment.

  
VALERIE LYMAN

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TALLAHASSEE, FLORIDA

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