

JAY D. GRAFF

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Certified Public Accountant

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Department of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

September 30, 1997

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Gentlemen:

Please find enclosed the Articles of Incorporation for Missing Pieces, Inc. along with the handling fee of \$122.50. Please process the articles and return to me when completed.

Thank you for your assistance.

Sincerely Yours,

Jay D. Graff

Jay D. Graff

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 PM 2:54

D. BROWN SEP 30 1997

ARTICLES OF INCORPORATION
OF
MISSING PIECES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP 29 PM 2:54

I, the undersigned, a natural person competent to contract, do hereby make, subscribe, and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: MISSING PIECES, INC.

ARTICLE II - PRINCIPAL OFFICE

This corporation will be located at 1900 NW 33rd Street, Suite 4, Pompano Beach, FL 33064.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue five thousand (5,000) shares of One Dollar par value common stock.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The Corporation's initial registered agent and registered office in the State of Florida are:

INITIAL REGISTERED AGENT: Jay D. Graff

INITIAL REGISTERED OFFICE: 665 SE 10th Street
Deerfield Beach, FL 33441

ARTICLE V - INCORPORATOR

The name and address of each incorporator executing these Articles of Incorporation is:

Jay D. Graff

665 SE 10th Street
Deerfield Beach, FL 33441

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws

The name and address of the initial director of this corporation is:

Jay D. Graff

665 SE 10th Street
Deerfield Beach, FL 33441

ARTICLE VII - PURPOSE

This corporation is organized for the purpose of transacting business in the china industry or transacting any or all activity or business permitted under the laws of the United States and or the State of Florida.
of Florida.

ARTICLE VIII - INDEMNIFICATION

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

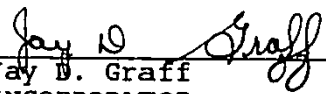
ARTICLE IX - PRE-EMPTIVE RIGHT

Every shareholder, upon the sale in cash of any new stock of this corporation of the same kind, class of series as that which he already holds, shall have the right to purchase his prorated share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE X - AMENDMENTS

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

IN WITNESS WHEREOF, the undersigned subscribed has executed these Articles of Incorporation, this 30th day of September, 1997.


Jay D. Graff
INCORPORATOR

DEPARTMENT OF STATE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Certificate Designating Place of Business or Domicile for the Service of Process Within This State Naming Agent Upon Whom Process May be Served and Names and Addresses of the Officers and Directors.

* * * * *

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

Missing Pieces, Inc.

a corporation organized (or organizing) under the laws of the State of Florida with its principal office at 1900 NW 33rd Street, in the City of Pompano Beach, County of Broward, State of Florida, as its agent to accept Service of Process within the State of Florida.

OFFICER:

Jay D. Graff President/Treasurer 665 SE 10th Street
Deerfield Beach, FL 33441

DIRECTOR:

Jay D. Graff President/Treasurer 665 SE 10th Street
Deerfield Beach, FL 33441


Jay D. Graff
CORPORATE OFFICER

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in the office as required by law.

FILING FEE \$122.50

BY: 
Jay D. Graff
RESIDENT AGENT