

P97000088298



ACCOUNT NO. : 072100000032

REFERENCE : 562760 8953A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED  
97 OCT 13 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 13, 1997

ORDER TIME : 11:53 AM

ORDER NO. : 562760-005

CUSTOMER NO: 8953A

900002319169--6  
-10/13/97--01080--032  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Jon J. Ferdinand, Esq  
FERDINAND & SULLIVAN, P.A.

Suite 910  
100 West Cypress Creek Road  
Ft. Lauderdale, FL 33309

DOMESTIC FILING

NAME: FALLS NATUZZI LEATHER GALLERY-  
SAWGRASS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS: \_\_\_\_\_

RECEIVED  
97 OCT 13 PM 2:00  
DIVISION OF CORPORATION

SN OCT 13 1997

ARTICLES OF INCORPORATION  
OF

FILED

97 OCT 13 PM 3:54

FALLS NATUZZI LEATHER GALLERY-SAWGRASS, INC.  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FALLS NATUZZI LEATHER GALLERY-SAWGRASS, INC.

The address of the principal office of the corporation shall be 900 Park Centre Boulevard, Suite 444, Miami, Florida 33169, and the mailing address of the corporation shall be 900 Park Centre Boulevard, Suite 444, Miami, Florida 33169.

ARTICLE II. 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 100 W. Cypress Creek Rd., Suite 910, Fort Lauderdale, Florida 33309, and the name of the initial registered agent of the corporation at that address is Ferdinand & Sullivan, P.A.

**ARTICLE V. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI. PREEMPTIVE RIGHTS**

This corporation elects to have preemptive rights.

**ARTICLE VII. SPECIAL PROVISION**

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code.

**ARTICLE VIII. DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and the affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one director, initially. The names and street addresses of the initial members of the Board of Directors are:

Eric E. Salem  
900 Park Centre Blvd., Ste. 444  
Miami, FL 33169

**ARTICLE IX. OFFICERS**

The names and street addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Eric E. Salem -President/Treasurer/Secretary  
900 Park Centre Blvd., Ste. 444  
Miami, FL 33169

ARTICLE X. INCORPORATOR

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

Ferdinand & Sullivan, P.A.  
100 W. Cypress Creek Rd., Suite 910  
Fort Lauderdale, FL 33309

IN WITNESS WHEREOF, the undersigned agent of Ferdinand &  
Sullivan, P.A., has hereunto set his hand and seal of Ferdinand &  
Sullivan, P.A., on this 10th day of October, 1997.

FERDINAND & SULLIVAN, P.A.

By:   
Jon Jay Ferdinand, Vice President

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED**  
**IN ARTICLES OF INCORPORATION**

Ferdinand & Sullivan, P.A., a Florida corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Sections 607.0501 and 607.0505, Florida Statutes.

FERDINAND & SULLIVAN, P.A.

By: 

Jon Jay Ferdinand, Vice President

97-1039\articles.1

**FILED**  
97 OCT 13 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA