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October 29, 1997

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***122.50 ***122.50

Secretary of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314

Re: Incorporation of Castani International, Inc.

To Whom It May Concern:

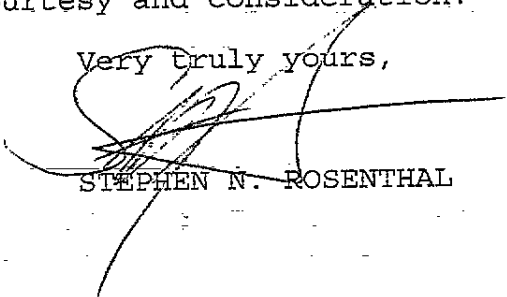
Please be advised that the undersigned attorney represents Castani International, Inc., pursuant to which I am herewith enclosing an original and copies of my client's Articles of Incorporation.

At this time I would appreciate your filing the enclosed Articles, and thereafter returning a certified copy of same to my office in the enclosed self addressed stamped envelope.

Additionally, I am herewith enclosing my check in the sum of \$122.50 to cover the cost of your service.

Thank you for your courtesy and consideration.

Very truly yours,


STEPHEN N. ROSENTHAL

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Enc

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

OF
CASTANI INTERNATIONAL, INC.

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THE UNDERSIGNED do hereby associate themselves
for the purpose of forming a corporation under the laws of the State of Florida, and do
hereby certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be:

CASTANI INTERNATIONAL, INC.

ARTICLE II - PURPOSE

A. To carry on and engage in the business of importing, selling,
manufacturing, exporting, marketing and distributing of furniture,
fabrics, commodities and related products, including but not
limited to any and all acts necessary and/or related thereto.

B. To carry on and engage in any business or activity which may be authorized
and permitted under and by virtue of the laws of the United States of America or the State
of Florida.

ARTICLE III - CAPITAL STOCK

The Corporation shall be authorized to issue capital stock in the following manner,
to wit: One-thousand

(1,000) Shares of common Stock, having
no par value.

ARTICLE IV - POWERS

The powers of the Corporation shall include all those conferred by the bylaws of the Corporation and the laws of the State of Florida.

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence, in accordance with the laws of the State of Florida.

ARTICLE VI - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Corporation shall be:

8421 N.W. 68th Street
Miami, Florida

ARTICLE VII - REGISTERED AGENT AND OFFICE

The Registered Agent for the Corporation shall be Thomas Feliz
, and the Registered Office shall be located at:

8421 N.W. 68th Street, Miami, Florida

or such other person or such other place as the Director or Board of Directors may, from time to time, direct with appropriate notice being given to the Secretary of State, in accordance with applicable Florida Statutes.

ARTICLE VIII - OFFICERS AND MANAGEMENT

The affairs of the Corporation shall be managed by its officer and/or officers, subject, however, to the Board of Directors and subject to the provisions of these Articles of Incorporation and in accordance with the bylaws of the Corporation. The Officers of the Corporation may consist of a President, Vice President, Secretary and Treasurer, in addition to such other officers that the Board of Directors may, if they so desire, choose to elect. The name and address of the officer or officers who shall serve until the first election by the Board of Directors shall be as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Thomas Feliz	President/Secretary	8421 N.W. 68th Street Miami, Florida
Galdino Castan Mora	Vc. President/- Treasurer	8421 N.W. 68th St. Miami, Florida

ARTICLE IX - BOARD OF DIRECTORS

The Corporation shall be governed by a Board of Directors which shall consist of one (1), but not more than five (5) persons.

ARTICLE X - INITIAL DIRECTOR OR DIRECTORS

The name and address of the person or persons who shall serve as the initial Director or Board of Directors until the first annual meeting of the Corporation, or until his or their successor or successors are elected and are qualified, shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
Thomas Feliz	8421 N.W. 68th St. Miami, Florida
Galdino Castan Mora	8421 N.W. 68th St. Miami, Florida

ARTICLE XI - INCORPORATOR OR INCORPORATORS

The name and address of the incorporator or incorporators subscribing to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>NO. OF SHARES SUBSCRIBED</u>	<u>AMOUNT OF SHARES</u>
Thomas Feliz	8421 N.W. 68th St.	500	\$2,000.00
Galdino Castan Mora	8421 N.W. 68th St.	500	\$2,000.00

ARTICLE XII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Each Director and Officer of the Corporation shall be indemnified by the Corporation for all expenses and liabilities, including attorney's fees incurred or imposed upon such Director or Officer in connection with any proceedings to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any other rights to which such Director or Officer may be entitled.

ARTICLE XIII - VOTING RIGHTS

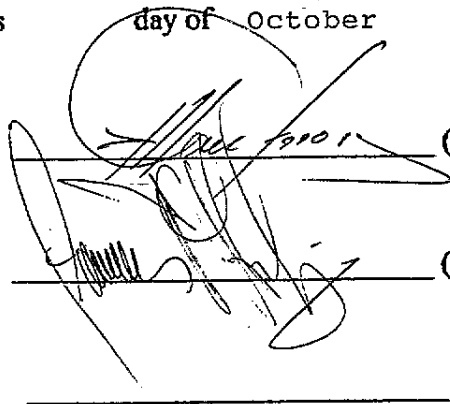
That except as may otherwise be provided by law, the total voting power for the election of Directors of the Corporation shall be vested solely and exclusively in the holders of the outstanding shares of the capital stock of the Corporation.

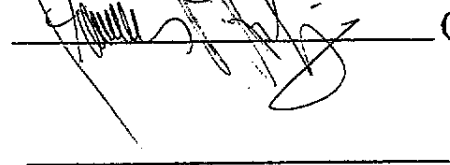
ARTICLE XIV - BYLAWS

The original bylaws of the Corporation shall be adopted by a majority vote of the Shareholders of the Corporation present at a meeting of the Shareholders called for such purpose, at which a majority of the Shareholders are present, and thereafter the bylaws of the Corporation may be amended, altered or rescinded by the vote of the Shareholders of

the Corporation. Amendments to the bylaws or to these Articles of Incorporation may be proposed by the Shareholders or by the Board of Directors in the manner as provided in the bylaws and as may be provided under the laws of the State of Florida.

IN WITNESS WHEREOF, we have hereunto set our hand and seal
at Miami, Dade County, Florida, this day of October , 1997

 (SEAL)

 (SEAL)

_____ (SEAL)

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

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SECRETARY OF STATE
CORPORATIONS
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The foregoing instrument was acknowledged before me this day of October
1997 , by Thomas Feliz , who is personally known to

me or has produced license as identification and who did (did not) take an oath;

by Galdino Castan Mora , who is personally known to me or who has

produced passport as identification and who did (did not) take

an oath; by , who is personally known to me or who

has produced as identification and who did (did not) take

an oath; by , who is personally known to me or who

has produced as identification and who did (did not) take

an oath.


Notary Public, State of Florida at Large

My Commission Expires:



STEPHEN N ROSENTHAL
My Commission CC332441
Expires Nov. 28, 1997
Bonded by HAI
800-422-1555

CERTIFICATE ACCEPTING DESIGNATION
AS REGISTERED AGENT

I HEREBY CERTIFY that I have accepted the designation as Registered Agent of
CASTANI INTERNATIONAL, INC. and agree to serve as it Registered Agent, to accept service
of process within the State at its Registered Office located at:
8421 N.W. 68th St., Miami, Florida


Registered Agent
Thomas Feliz