10050/ LAW OFFICES OF

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

97 NOV 24 AM 9: 50

ALAN BERNSTEIN, P.A.

4869-4 OKEECHOBEE BLVD. (N.E. CORNER OKEE. & HAVERHILL) WEST PALM BEACH, FLORIDA 33417 (561) 689-5100 TELECOPIER (561) 689-4221 BOCA HAMPTONS PLAZA 9070 KIMBERLY BLVD., SUITE 25 BOCA RATON, FLORIDA 33434 (56T) 483-5100 TELECOPIER (561) 451-4221 ALAN BERNSTEIN*

*Also Member NY Bar

Please Reply To: POST OFFICE BOX 220745 WEST PALM BEACH, FL 33422

November 20, 1997

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re: A.B. INTERIORS, INC.

900002355679--9 -11/24/97--01126--001 ****122.50 ****122.50

Dear Sir:

Enclosed please find an original and one copy of the Articles of Incorporation of the referenced corporation, together with the filing fee in the amount of \$122.50. Please file the original and return the copy to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

Alan Bernstein

AB:gb

Enclosures

ARTICLES OF INCORPORATION

 OF

A.B. INTERIORS, INC.

ARTICLE I - NAME

The name of this corporation is A.B. INTERIORS, INC.

ARTICLE II - DURATION

This corporation shall commence on the date of filing of these Articles with the Secretary of State and shall have a perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any lawful business for which corporations may be incorporated under the Florida General Corporations Act and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock having a par value of One Dollar (\$1.00) per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business of the corporation shall be 9806 Arbor Oaks Lane, Boca Raton, Florida 33428, with the privilege of having branch offices at any other place.

ARITICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4869-4 Okeechobee Boulevard, West Palm Beach, Florida 33417 and the name of the initial registered agent is ALAN BERNSTEIN.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The name and address of the initial director of this corporation is:

ALLYN BERCHIN 9806 Arbor Oaks Lane Boca Raton, Florida 33428

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these Articles is:

ALLYN BERCHIN 9806 Arbor Oaks Lane Boca Raton, Florida 33428

ARTICLE IX - BY-LAWS

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this $29^{\frac{11}{12}}$ day of October, 1997.

ALLYN BERCHIN

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County aforesaid, personally appeared ALLYN BERCHIN, who produced

identification, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State and County aforesaid, this 29^{th} day of October, 1997.

NOTARY PUBLIC ALAN BERNSTEIN

My commission expires:

OFFICIAL NOTARY SEAL
ALAN BERNSTEIN
GOMMISSION NUMBER
CC398164
MY COMMISSION EXPIRES
AUG. 11,1998

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 Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST—That A.B. INTERIORS, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Boca Ratn, County of Palm Beach, State of Florida, has named ALAN BERNSTEIN, as its agent to accept service of process within this State.

<u>ACKNOWLEDGMENT</u>

HAVING BEEN NAMED to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

LAN BERNSTEIN

STATE OF FLORIDA COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, appeared ALAN BERNSTEIN to me personally known and who executed the foregoing instrument and acknowledged before me that he executed the same freely.

WITNESS my hand and official seal in the County and State last aforesaid this day of October, 1997.

NOTARY PUBLIC

My commission expires:

