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November 19, 1997

CORPORATE RECORDS BUREAU
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32314

100002355861--1
-11/24/97--01135--018
***122.50 ***122.50

Re: Incorporation of **RAEL FURNITURE SERVICES, INC.**

Dear Sir or Madame:

Enclosed you will find an original and a copy of the executed Articles of Incorporation for **RAEL FURNITURE SERVICES, INC.** Further enclosed is a check payable to the Secretary of State in the amount of \$122.50 to cover the filing fee, registered agent designation and a certified copy of the Articles. A self-addressed, stamped envelope is enclosed for your convenience in returning the certified copy of the Articles after filing same.

Thank you for your prompt attention to this matter.

Very truly yours,

William C. Davell (cb)

William C. Davell
MAY, MEACHAM & DAVELL, P.A.

WCD/cab

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
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12-1-97
WS

ARTICLES OF INCORPORATION
OF
RAEL FURNITURE SERVICES, INC.

Article I - Name and Address

The name of this corporation is:

RAEL FURNITURE SERVICES, INC.

and the address of the corporation is:

**1315 NE First Street
Fort Lauderdale, FL 33301**

Article II - Duration

This corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation.

Article III - Purpose

This corporation is organized for the purpose of transacting any and all lawful business.

Article IV - Capital Stock

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

Article V - Preemptive Rights

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

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is **NationsBank Tower, One Financial Plaza, Suite #2602, Fort Lauderdale, Florida, 33394**; and the name of the initial registered agent of this corporation at that address is **William C. Davell**.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Article VII - Initial Board of Directors

This corporation shall have three (3) Directors initially. The number of Directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1).

The name(s) of the Director(s), their addresses and office to be held by each for the first year of existence of this Corporation or until their successors are elected and have qualified are:

Name	Address	Office
Marianne Rael	1315 NE First Street Ft Lauderdale, FL	President
George Rael	1315 NE First Street Ft Lauderdale, FL	Secretary / Treasurer

Article VIII - Incorporator

The name and address of the person signing these Articles of Incorporation (Incorporator and Subscriber) is:

MARIANNE RAEI

and the number of shares of stock to which the subscriber agrees to take is: **50 SHARES**

Article IX - Indemnification

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

IN WITNESS WHEREOF, the undersigned Incorporator/Subscriber has executed these Articles of Incorporation this 19 day of November, 1997.


MARIANNE RAEI

STATE OF FLORIDA)
) S
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **MARIANNE RAE**L, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 19 day of November, 1997.



CHRISTIE A BECKER
My Commission CC370801
Expires May. 24, 1998
Bonded by HAI
800-422-1555

Christie A Becker

Notary Public
State of Florida
My commission expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **RAEL FURNITURE SERVICES, INC.**, which is contained in the foregoing Articles of Incorporation.

DATED this 19 day of November, 1997.

William C. Davell

WILLIAM C. DAVELL
Registered Agent

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