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TO: DIVISION OF CORPORATIONS

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PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: CASA ANTIGUA, ANTIQUES AND COLLECTIBLES, INC

AUDIT NUMBER.....H98000002467

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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Antique House, Antiques and
Collectibles, Inc.

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1998

EMPIRE

SUBJECT: CASA ANTIGUA, ANTIQUES AND COLLECTIBLES, INC.
REF: W98000002702

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TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
CASA ANTIGUA, ANTIQUES AND COLLECTIBLES, Inc.**

ARTICLE I - NAME

The name of the corporation is Casa Antigua, Antiques and Collectibles, Inc. (hereinafter called the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of wholesale of antiques, and generally transacting any or all-lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 13145 SW 22 St, Miami, Florida, 33175 and the name of the initial registered agent of the Corporation at that address is Anthony Suarez.

THIS INSTRUMENT PREPARED BY:
LEONARDO F. BRITO P.A.
2600 SW 3rd Avenue, Suite 301
Miami, Florida, 33129-2304
Florida Bar # 0615730
(305) 362-0880

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ARTICLE V - INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 13145 SW 22 St, Miami, Florida, 33175.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall have no less than 1 and no more than 10 directors initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than 1. The Corporation shall have 2 directors initially, and their names and addresses are as follows:

Anthony Suarez 3908 Leafy Way, Coconut Grove, FL 33133

Raquel Suarez 13145 SW 22 St, Miami, Florida, 33175

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation is: Anthony Suarez, 3908 Leafy Way, Coconut Grove, FL 33133.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 4th day of February, 1998.


Anthony Suarez
Incorporator

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

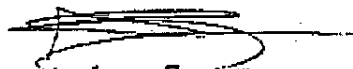
WITNESSETH:

That Casa Antigua, Antiques and Collectibles, Inc., desiring to organize under the laws of the State of Florida, has named Anthony Suarez, located at 13145 SW 22 St, Miami, Florida, 33175, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 4th day of February, 1998.


Anthony Suarez
Registered Agent

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