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April 4, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: ART DECO & DESIGNS, INC.

400002482154--4
-04/08/98--01021--003
*****70.00 *****70.00

Ladies and Gentlemen:

Enclosed, please find an original and one (1) copy of the following for the above referenced entity:

1. ARTICLES OF INCORPORATION OF ART DECO & DESIGNS, INC.; and
2. CONSENT TO SERVE AS REGISTERED AGENT for ART DECO & DESIGNS, INC.

FOR:

Dr. David Perez
7228 W. Oakland Park Blvd.
Lauderhill, FL 33313

Likewise, enclosed is a check payable to the "Division of Corporations" in the amount of \$70.00 to cover the filing fee. Please return all documents to my office following filing, in the envelope provided for your convenience. Should you have any questions, please do not hesitate to contact my office.

Sincerely,

Paul S. Labiner
PAUL S. LABINER
Esquire

dcs
Enclosures (2)

FILED
98 APR -8 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
ART DECO & DESIGNS, INC.**

FILED
98 APR -8 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be: ART DECO & DESIGNS, INC.

ARTICLE II

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

ARTICLE III

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 100 shares. All such shares shall be of a single class, designated as common.

ARTICLE IV

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

ARTICLE V

The corporation elects to have preemptive rights.

ARTICLE VI

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0901 through 607.0903) shall not be applicable to this corporation.

ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of TWO directors whose names and addresses are as follows:

OSCAR ESPINO

7228 W. Oakland Park Blvd. And
Lauderhill, FL 33313

DAVID PEREZ

7228 W. Oakland Park Blvd.
Lauderhill, FL 33313

ARTICLE X

The initial registered agent of the corporation is DAVID PEREZ. The street address of the corporation's initial registered office is:

7228 W. Oakland Park Blvd.
Lauderhill, FL 33313

ARTICLE XI

The principal place of business and mailing address of this corporation shall be:

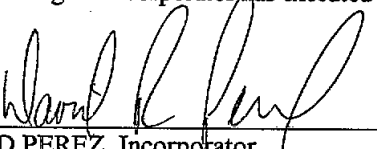
7228 W. Oakland Park Blvd.
Lauderhill, FL 33313

ARTICLE XII

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

DAVID PEREZ
7228 W. Oakland Park Blvd.
Lauderhill, FL 33313

The undersigned incorporator has executed these Articles of Incorporation this 31 day of March, 1998.

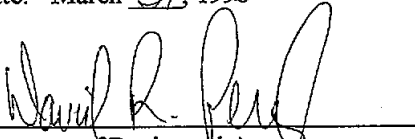


DAVID PEREZ, Incorporator

**CONSENT TO SERVE AS REGISTERED AGENT
FOR
ART DECO & DESIGNS, INC.**

Having been named in the state of Florida as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Date: March 31, 1998



Signature of Registered Agent/
DAVID PEREZ

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98 APR - 8 AM 9:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA