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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: LUIS URIARTE
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ACCT#: 110432003053

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NAME: INTERIORS MF INTERNATIONAL, INC.

AUDIT NUMBER.....H98000011184

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

CERT. OF STATUS..1

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ARTICLES OF INCORPORATION

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Article I. Name

The name of this Florida corporation is:
Interiors MF International, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article II. Address

The mailing address of the Corporation is:
Interiors MF International, Inc.
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Richard A. Morgan
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Maria Freedman

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Jan Carson Cheezem 1 FL Bar Member 335193
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Jan Carson Cheezem

Keith Mack LLP

200 South Biscayne Boulevard, 20th Floor

Miami FL 33131-2310

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 16, 1998.

The undersigned incorporator executed these Articles of Incorporation on June 16, 1998.



JAN CARSON CHEEZEM

by L.A. Uriarte as attorney-in-fact

Jan Carson Cheezem | FL Bar Member 335193
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Interiors MF International, Inc.

REGISTERED AGENT/OFFICE:

**Richard A. Morgan
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



**RICHARD A. MORGAN
by L.A. Uriarte as attorney-in-fact**

Date: June 16, 1998.

**Jan Carson Cheezem | FL Bar Member 335193
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
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