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((H98000015607 8))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: LAKES OUTLET CARPET AND FURNITURE, INC.

AUDIT NUMBER.....H98000015607

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

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

m 8/21/98

198000015607  
ARTICLES OF INCORPORATION OF  
Lakes Outlet Carpet and Furniture, Inc.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of  
Incorporation, natural person, competent to contract, does  
hereby form a corporation for profit under the laws of the  
State of Florida. Corporate existence shall begin upon  
acceptance of these Articles. This corporation is to be a  
Small Business Corporation as defined in Section 1244  
Subdivision (c) (2) of the Internal Revenue Code.

ARTICLE I. Name. The name of the corporation is  
Lakes Outlet Carpet and Furniture, Inc.

ARTICLE II. Term of Existence. This corporation shall  
have perpetual existence.

ARTICLE III. Nature of Business. This corporation may  
engage in any activity or business permitted under the laws  
of the United States and of this State.

ARTICLE IV. Capital Stock. This corporation is  
authorized to issue 1000 shares with \$1.00 par value.

ARTICLE V. Voting Rights. Except as otherwise provided  
by law, the entire voting power for the election of Directors  
and for all other purposes shall be vested exclusively in the  
holders of the outstanding common shares.

ARTICLE VI. 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-rate share thereof  
(as nearly as may be done without issuance of fractional  
shares) at the price at which it is offered to others.

Prepared By: David Hernandez  
210 University Dr. #502  
Coral Springs, FL 33071  
954-346-7288

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ARTICLE VII. Initial Registered Principal Office and Agent. The street address of the initial registered office of this corporation is: 2754 NW 31st Avenue, Ft Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Urban Antoine.

ARTICLE VIII. Initial Board of Directors. The corporation shall have 1 Director(s) initially. The number of Directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the initial Directors of this corporation is:

Urban Antoine  
2754 NW 31st Avenue  
Ft Lauderdale, Florida 33311

ARTICLE IX. Officers. The initial officers of the corporation will be: Urban Antoine/President, Treasurer and Secretary.

ARTICLE X. Incorporator. The person signing these Articles of Incorporation has the following name and address:

Urban Antoine  
2754 NW 31st Avenue  
Ft Lauderdale, Florida 33311

ARTICLE XI. By-Laws. The power to adopt, alter, amend or re-peal by-laws shall be vested in the Board of Directors and the shareholders.

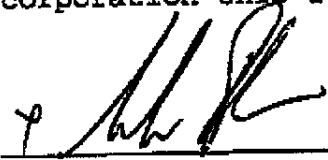
ARTICLE XII. Amendment. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XIII. The Street address of the Principal place of business is: 2754 NW 31st Avenue, Ft Lauderdale, Florida, 33311.

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17th day of July, 1998.

  
\_\_\_\_\_  
(SEAL)

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, Urban Antoine, known to be and known by me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same for the use and purposes therein expressed.

WITNESS my hand and official seal this 17th day of July, 1998.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: \_\_\_\_\_

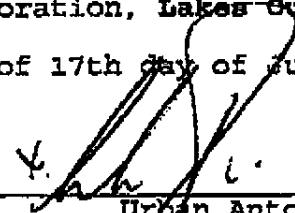
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CONSENT TO APPOINTMENT AS REGISTERED AGENT

TO: Secretary of State  
of Florida  
Division of Corporations Department of State  
Tallahassee, FL 32304

I, Urban Antoine, do hereby consent to serve as  
registered agent for the Corporation, Lakes Outlet Carpet  
and Furniture, Inc. this day of 17th day of July, 1998.

  
\_\_\_\_\_  
Urban Antoine

Address of registered agent:

2754 NW 31st Avenue  
Ft Lauderdale, FL 33311

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