

P99000030025

DENZOL CORPORATION
C/O A & T ACCOUNTING & TAXES, INC.
7098 BONITA DRIVE
MIAMI BEACH, FLORIDA 33141

February 25, 1999

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200002804032--5
-03/12/99--01051--015
****122.50 *****78.75

In Re: Incorporation of Denzol Corporation

To Whom It May Concern,

Enclosed please find the Articles of Incorporation for the aforementioned corporation together with the Registered Agent Certificate and filing fees. Please file same and return the original recorded Articles and corresponding certificate to the following address:

Denzol Corporation
c/o A & T Accounting & Tax Service
7098 Bonita Drive
Miami Beach, FL 33141

If you should have any questions, please do not hesitate to contact us at (305) 868-5365 or at the above styled address.

Sincerely yours,


Anthony L. Trullengue

jt/IT

Enclosures

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

MAR 17 1999




FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 18, 1999

ANTHONY L TRULLENQUE
C/O A & T ACCOUNTING & TAX SERVICE
7098 BONITA DRIVE
MIAMI BEACH, FL 33141

SUBJECT: DENZOL CORPORATION
Ref. Number: W99000006508

We have received your document for DENZOL CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A CORPORATION MAY FILE USING A REGISTERED AGENT, PLEASE
DELETE AN AGENT IN ARTICLE 5.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 799A00013349

SEE ATTACHED, REGISTERED AGENT HAS BEEN DELETED. THANK YOU!

INCORPORATION

OF

DENZOL CORPORATION

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE
NAME

The name of the corporation is:

DENZOL CORPORATION

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

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TALLAHASSEE FLORIDA

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

1.) To engage in the business of wholesale and retail sales of antique furniture, furniture, reproductions, custom furniture, arts, bronzes, sculptures, antique jewelry and any and all other related lines to the furniture industry. In addition, the corporation shall be authorized wholesale and retail other lines of commodities and merchandise including but not limited to ties, clothing, men's and women's apparels, shoes and clothing accessories;

2.) To engage in the business of importing and exporting antique furniture, furniture, reproductions, custom furniture, arts, bronzes, sculptures, antique jewelry and any and all other related lines to the furniture industry. In addition, the corporation shall be authorized import and export other lines of commodities and merchandise including but not limited to ties, clothing, men's and women's apparels, shoes and clothing accessories;

4.) To engage in any business or enterprise arising from or in connection with the sale of antique furniture,

furniture, reproductions, custom furniture, arts, bronzes, sculptures, antique jewelry and any and all other related lines to the furniture industry.

5.) To engage in the business of importing and Exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;

6.) To engage in the travel business and develop a business in the field of tourism which includes but is not limited to tourist guide services, travel services and any and all activities arising from and in connection with tourism;

7.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;

8.) The real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate, deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;

9.) Furthermore, the corporation may take lease,

purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages, and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

10.) And may carry on a general construction, contracting, building, and realty management business, as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity;

11.) And engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be ten thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE

to each and every share of Common Stock.

ARTICLE FIVE
REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

DAN C. COHEN
1900 SOUTH TREASURE DRIVE, STE. # 6A
NORTH BAY VILLAGE, FLORIDA 33141

The corporate address and/or corporate headquarters shall be located at:

725 71ST STREET
MIAMI BEACH, FLORIDA 33141

ARTICLE SIX
INITIAL BOARD OF DIRECTORS

The corporation shall have one (2) director initially. The name and address of the initial director of the corporation is:

DAN C. COHEN
1900 SOUTH TREASURE DRIVE, STE. # 6A
NORTH BAY VILLAGE, FLORIDA 33141

ZOLTAN BATHO
1900 SOUTH TREASURE DRIVE, STE. # 6A
NORTH BAY VILLAGE, FLORIDA 33141

ARTICLE SEVEN
INCORPORATORS

The initial incorporators are as follows:

DAN C. COHEN
1900 SOUTH TREASURE DRIVE, STE. # 6A
NORTH BAY VILLAGE, FLORIDA 33141

ZOLTAN BATHO
1900 SOUTH TREASURE DRIVE, STE. # 6A
NORTH BAY VILLAGE, FLORIDA 33141

ARTICLE EIGHT
BY-LAWS


The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals

this 25th day of February, nineteen hundred and ninety-nine (1999).



DAN C. COHEN
INCORPORATOR



ZOLTAN BATHO
INCORPORATOR

STATE OF FLORIDA)
)
) S.S.
COUNTY OF DADE)
)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State of Florida, County of Dade, and City of Miami Beach, personally appeared:

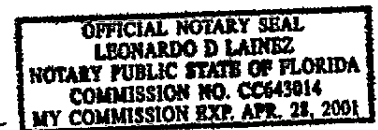
DAN C. COHEN AND ZOLTAN BATHO

and known to me and known by me to be the persons who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 25th day of February, nineteen hundred and ninety-nine (1999).

My commission expires: 04/28/2001





Notary Public, State of
Florida

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE FLORIDA STATUTES, the following is submitted
in compliance with said Statutes:

FIRST--That DENZOL CORPORATION
is qualified to do business under the laws of the State of
Florida with its principal office at 725 71st Street,
Miami Beach, Florida 33141, County of Miami-Dade,
State of FLORIDA, and has appointed DAN C. COHEN located at
1900 South Treasure Drive, Ste. # 6A, City of North Bay
Village, County of Miami-Dade, State of Florida, as its agent
to accept Service of Process within this State.

ACKNOWLEDGMENT (must be signed by Designated Agent)

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
further agree to comply with the provision of said Statutes
relative to keeping open said office.

BY: 

Registered Agent

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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