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SAMUEL S. SOROTA
Attorney at Law

March 30, 1999

Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
3-29-99

of Miami

200002827602--8
-04/02/99--01016--018
*****78.75 *****78.75

Re: Granma's Attic, Inc.

Dear Sir/Madam:

Enclosed herewith are original Articles of Incorporation for the above-referenced corporation, together with my check, No. 5609, for the sum of \$78.75, covering your filing fee and one certified copy. I have provided a self-addressed stamped envelope for your convenience.

Should you have any questions regarding the foregoing, please contact the undersigned.

Very truly yours,

Samuel S. Sorota
SAMUEL S. SOROTA
Attorney-At-Law

FILED
99 APR -2 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

S. Sorota GAVE
AUTHORIZATION BY PHONE TO
CORRECT *Corp. Name*
DATE *4/7/99*
DOC. EXAM *BC*

200002827602

ARTICLES OF INCORPORATION

OF

EFFECTIVE DATE
3-29-99

Granma's Attic of Miami, Inc.

ARTICLE I.

The name of the Corporation is: Granma's Attic of Miami, Inc.

ARTICLE II.

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III.

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

This Corporation is authorized to issue 7500 shares at \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation, the assets of the Corporation shall be payable to and distributed ratable among the holders of record of the Common Shares.

FILED
99 APR -2 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II.

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.

The street address of the initial principal office of this Corporation is:

231 N.W. 196 STREET
MIAMI, FLORIDA 33169

and the name of the initial registered agent of this Corporation and his address is:

Samuel S. Sorota
801 N.E. 167th Street
Suite 308
North Miami Beach, FL 33162

ARTICLE VII.

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

ARTICLE VIII.

The name and address of the entity signing these Articles of Incorporation is:

LINDA SUE TRULUCK
231 N.W. 196 STREET
MIAMI, FLORIDA, 33169

ARTICLE IX.

AMENDMENT

This corporation reserves the right and power to amend, adopt, alter, or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X.

Special meetings of shareholders may be called by any shareholder owning at least Fifty (50%) percent of the shares entitled to vote.

ARTICLE XI.

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XII.

At each such election for Directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at the time multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XIII.

PURPOSE


To carry on and conduct in all its branches and departments, as principal or agent, for general purposes, all business incidental or in any way connected therewith.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 29th day of March, 1999.

Linda Sue Truluck
LINDA SUE TRULUCK

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared LINDA SUE TRULUCK personally known to me, who did take an oath and that she executed the foregoing ARTICLES OF INCORPORATION for the purposes expressed therein.

ACKNOWLEDGED BEFORE ME AND IN WITNESS WHEREOF, I have hereunto set my hand and seal, this 29th day of March, 1999.


NOTARY PUBLIC, State of Florida
My Commission Expires:

OFFICIAL NOTARY SEAL
SAMUEL S. SOROTA
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CCA79888
MY COMMISSION EXP. AUG. 9, 1999

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

Granma's Attic of Miami, Inc.

FIRST THAT _____ IS DESIRING TO ORGANIZE UNDER
THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT:

231 N.W. 196 STREET
MIAMI, FL 33169

AND HAS NAMED:

SAMUEL S. SOROTA

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Granma's Attic of Miami, Inc.

BY: Linda Sue Truluck
LINDA SUE TRULUCK

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.

BY: Samuel S. Sorota
SAMUEL S. SOROTA

STATE OF FLORIDA
COUNTY OF DADE

SWORN TO AND SUBSCRIBED before me, this 29th day of March,
1999.

Yamilet Cabrera
NOTARY PUBLIC, State of Florida
My Commission Expires:

