



THE UNITED STATES
CORPORATION
COMPANY

P99000043662

ACCOUNT NO. : 072100000032

REFERENCE : 220197 6594A

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 70.00

FILED
99 MAY 13 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 27, 1999

ORDER TIME : 3:41 PM

ORDER NO. : 220197-005

CUSTOMER NO: 6594A

300002873393--6

CUSTOMER: Donald J. Kahn, Esq
GREEN KAHN & PIOTRKOWSKI, PA
GREEN KAHN & PIOTRKOWSKI, PA
317 71st Street

Miami Beach, FL 33141

DOMESTIC FILING

NAME: WALL DESIGN WHOLESALERS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

PH 5/13/99

RECEIVED
99 MAY 13 AM 8
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WALL DESIGN WHOLESALERS, INC.

FILED
99 MAY 13 PM 12:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

WALL DESIGN WHOLESALERS, INC.

The address of the principal office of this corporation shall be 11031 Southwest 138 Avenue, Miami, Florida 33186, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 317 71st Street, Miami, Florida 33141, and the name of the initial registered agent of the corporation at that address is Donald J. Kahn, Esq.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Francisco Guaida
Dir.

11031 Southwest 138 Avenue
Miami, Florida 33186

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Francisco Guaida	11031 Southwest 138 Avenue
Pres.	Miami, Florida 33186
Jorge Ramirez	same
Vice Pres./Sec./Treas.	

ARTICLE VIII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE IX. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE X. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 28, 1999.

CORPORATION SERVICE COMPANY

By Karen B. Rozar
Its Agent, Karen B. Rozar

JKG

LAW OFFICES
GREEN, KAHN, PIOTRKOWSKI
A PROFESSIONAL ASSOCIATION

317 SEVENTY-FIRST STREET
MIAMI BEACH, FLORIDA 33141

PLEASE REPLY TO: P.O. BOX 4297

KAREN B. COHEN
MARVIN M. GREEN
BRUCE H. HORNSTEIN
DONALD J. KAHN
JOEL S. PIOTRKOWSKI

FILED

99 MAY 13 PM 12:22

AREA CODE 305

MIAMI 865-4311

TELEFAX 865-5203

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

DONALD J. KAHN, ESQ., an individual residing in this State of Florida, having a business office identical with the registered office of the corporation named below and having been designated as the registered agent in the above and foregoing Article of Incorporation of:

WALL DESIGN WHOLESALERS, INC.

is familiar with and accepts the obligations of the position of Registered Agent Under Section 607.9505 Florida Statutes.

Donald J. Kahn

DONALD J. KAHN, ESQ.