P99000055150

Department of State Division of Corporations P. O. Box 6327

Tallahassee, FL 32314

SUBJECT:		RE LINENS INCORPO name - must include su		
Enclosed is an and a check fo		(1) copy of the artic	les of incorporati	ion
\$70.00 Filing Fee	Filing Fee	\$122.50 Filing Fee & Certified Copy	Filing Fee,	
		ADDITIONAL CO	PY REQUIRED	
FROM:		Linens Incorporated rinted or typed)	800002906 -06/16/991 *****87.50	\$638—-0 01073002 *****87.50
		ia Oleander, Suite 6 Address		
		Raton, Florida 33428 State & Zip	TALLAH	Mr 66
		5-725-3377 elephone number	ASSE Y	

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Premiere Linens Incorporated

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

20910 Via Oleander

Suite 6

Boca Raton, FL 33428

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

The total authorized shares shall consist of

a. Common Shares - 500

b. Preferred Shares - 500

A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:

- a. Common Stock:
- 1. Dividends Holders of common stock shall be entitled to receive such dividends as may be declared from time to time by the board of directors, without shareholder approval, out of funds legal available, subject to the prior rights of the holders of any outstanding class or series of preferred stock.
- 2. Liquidation Upon liquidation of the corporation, the holders of the common stock are entitled to share ratably in the assets of the corporation subject to the provisions for the liquidation preferences of any class of preferred stock which may be outstanding.
- 3. Voting Rights Unlimited rights to vote on all matters requiring a vote of the shareholders of the corporation. The right to vote shall be shared with the holders of all other classes of stock, with all classes voting together. In the case of voting rights in the election of

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directors, the holders of the common shares of stock shall be allowed to cumulate their votes.

b. Preferred Shares:

- 1. Dividends Cumulative if earned.
- 2. Liquidation Preferences In the event of the corporations voluntary or involuntary liquidation, dissolution or winding up the liquidation preference shall be equal to the issue price per share. In the absence of such a specification, the liquidated preference shall be equal to par or stated value. Following satisfaction of the claims of creditors, an amount equal to the liquidated preference shall be distributed to all preferred stockholders before any distribution is permitted to be made to the common stockholders. If the assets of the corporation are insufficient, such assets are to be distributed ratably. Furthermore, the preferred stockholders shall receive all accrued and unpaid dividends before any distributions are permitted to be made to the holders of common stock.
- 3. Voting Rights Full voting rights to vote with the holders of common stock on all corporate matters

The number of shares of preferred stock and the number of shares of common stock may be increased and/or decreased by a majority vote of the board of directors.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

Steven Kaminik 20910 Via Oleander Suite 6 Boca Raton, FL 33428

ARTICLE V INCORPORATOR

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

Steven Kaminik 20910 Via Oleander Suite 6 Boca Raton, FL 33428

Signature/Incorporator

June 10 1999

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered_agent. ¿

Signature/Registered Agent

ARTICLE VI OFFICES AND DIRECTORS

1. Steven Kaminik - CEO/D

Gennady Barakon - CFO/D
 Michael Rozenberg - President/D

At corporation address