

Charter Number Only

ALABAMA  
REGISTRATION  
ONLY

**P9000092128**

10/14/99  
David E. Buck, P.A.  
Restor's Name  
2900 E. Oakland Park Blvd  
Address  
Ft. Lauderdale FL 33306  
City State ZIP Phone  
954) 561-3303

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-10/20/99--01010--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

All thru the House Consignment shoppe, Inc.

**Empire Toll Free: 1-800-432-3028**

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|--|--|---|
| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign         | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

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STATE OF FLORIDA  
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SECRETARY OF STATE

ARTICLES OF INCORPORATION  
OF  
ALL THRU THE HOUSE CONSIGNMENT SHOPPE, INC.

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH;

ARTICLE I  
NAME

The name of the Corporation is: ALL THRU THE HOUSE CONSIGNMENT SHOPPE, INC.

The Principal Office is: 5100 NORTH OCEAN BOULEVARD #1615  
FORT LAUDERDALE, FLORIDA 33308

ARTICLE II  
DURATION

This Corporation shall have perpetual existence commencing on the date of the filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III  
PURPOSES

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV  
CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V  
QUORUM FOR STOCKHOLDERS MEETINGS

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

ARTICLE VI  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

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

5100 NORTH OCEAN BOULEVARD #1615  
FORT LAUDERDALE, FLORIDA 33308

and the name of the initial registered agent of this corporation at such address is: ROSEMARY MILLER

ARTICLE VII  
INITIAL BOARD OF DIRECTORS

This Corporation shall have One director. The number of directors may be either increased or diminished from time to time in the manner provided in the Bylaws, but shall never be less than one. The names and addresses of the Directors of the corporation are as follows:

ROSEMARY MILLER  
5100 NORTH OCEAN BOULEVARD #1615  
FORT LAUDERDALE, FLORIDA 33308

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ARTICLE VIII  
INCORPORATORS

The names and address of the Corporation's incorporator is:

ROSEMARY MILLER  
5100 NORTH OCEAN BOULEVARD #1615  
FORT LAUDERDALE, FLORIDA 33308

ARTICLE IX  
INDEMNIFICATION

The Corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE X  
LIMITATION OF SHAREHOLDER SUITS

Shareholders shall not have a cause of action against the Company's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall be inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHERE, I have subscribed my name this 13 day of October, 1999.

  
ROSEMARY MILLER, INCORPORATOR

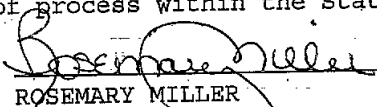
CERTIFICATE DESIGNATING REGISTERED AGENT

In compliance with Section 48.091 Florida Statutes the following is submitted:

That ALL THRU THE HOUSE CONSIGNMENT SHOPPE, INC. desires to organize under the laws of the State of Florida has named:

ROSEMARY MILLER  
5100 NORTH OCEAN BOULEVARD #1615  
FORT LAUDERDALE, FLORIDA 33308

as its agent to accept service of process within the State of Florida.

  
ROSEMARY MILLER

ROSEMARY MILLER  
Registered Agent

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