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Division of Corporations

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12-12-03

# FLORIDA PROFIT CORPORATION OR P.A.

All Wooden Construction, Inc.

Certificate of Status	G
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Estimated Charge	\$78.75

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## ARTICLES OF INCORPORATION

#### OF

#### ALL WOODEN CONSTRUCTION, INC.

These Articles of Incorporation are executed and acknowledged by the undersigned incorporator for the purpose of organizing a corporation for profit under the Florida General Corporation Act and set forth that:

#### ARTICLE I

#### NAME

The name of the Corporation is "All Wooden Construction, Inc.", and its principal place of business shall be located at 3007 Grandview Avenue, Clearwater, FL 33759.

## ARTICLE II

#### **PURPOSE**

The general purpose or purposes for which this corporation is organized is to engage in the transaction of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, including woodworking design reproduction and manufacture.

#### ARTICLE III

#### COMMON STOCK

The Corporation shall have the authority, acting by and through its Board of Directors, to issue not more than one thousand (1000) shares of no par value common stock, all of which shall have the same rights and privileges, unless these articles are amended permitting otherwise.

Hach share of common stock shall entitle the holder thereof to one vote at any shareholders' meeting and otherwise to participate in all such meetings. They shall be issued for such consideration as may be determined from time to time by the Board of Directors. They may be paid for in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation.

### **ARTICLE IV**

#### REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the corporation is Krzysztof (Chris) Pniewski

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and the address of the initial registered office of the corporation is 3007 Grandview Avenue, Clearwater, Florida 33759.

#### ARTICLE V

#### INCORPORATOR

The name and address of the incorporator is Donald C. Knapmeyer, Esq. of 413 Cleveland Street, Clearwater, Florida 33755.

#### ARTICLE VI

#### COMMENCEMENT OF CORPORATE EXISTENCE

The Corporation shall commence corporate existence on the date of signing these Articles of Incorporation and shall have perpetual duration unless sooner dissolved according to law.

#### ARTICLE VII

#### GENERAL PURPOSE: GENERAL POWERS

The Corporation is a corporation for profit and organized for the following purposes: to engage in any lawful act or activity for which a corporation may be organized under the l'lorida Business Corporation Act, as the same now exists or is hereafter amended.

#### ARTICLE VIII

#### INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of the following: Krzysztof (Chris) Pniewski, 3007 Grandview Avenue, Clearwater, FL 33759. However, the number of directors may be increased to as many as three (3) in number.

### ARTICLE VIII

#### **BYLAWS**

The power to adopt, alter, amend, or repeal bylaws shall be vested in both the Shareholders and/or the Board of Directors.

#### ARTICLE IX

#### INDEMNIFICATION

The Corporation shall have all the powers and authority now or hereafter granted or permitted by law with respect to indemnification of directors, officers, employees and agents, and former directors, officers, employees and agents.

#### ARTICLE X

#### <u>AMENDMENT</u>

The Shareholder reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto.

#### **ARTICLE XI**

#### HEADINGS AND CAPTIONS

The headings and captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

#### ARTICLE XII

#### PREEMPTIVE RIGHTS

Every shareholder upon the sale of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share at the same price and/or upon the same terms at which it is offered to others.

WITNESS WHEREOF, my signature this \_\_\_\_\_\_day of December, 2002.

IN WITNESS WHEREOF, the undersigned incorporator hereby makes and files these Articles of Incorporation declaring and certifying that the facts stated herein are true and hereby sets his name this /Z day of December, 2002.

Donald C. Knapmeyer, Esquire

Incorporator

413 Cleveland Street

Clearwater, Florida 33755

(727) 461-1733

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

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

FIRST, THAT ALL WOODEN CONSTRUCTION, INC. DESIRING TO ORGANIZE AND QUALIFY UNDER THE LAWS OF THE SATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF CLEARWATER, FLORIDA HAS NAMED KRZYSZTOF (CHRIS) PNIEWSKI, 3007 GRANDVIEW AVENUE, CLEARWATER, FL 33759, AS ITS AGENT TO ACCEPT SERVICE OF PORCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURHTER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

Krzysztof (Chris)Pniewski

DATED:

December 13, 2002

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