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ARTICLES OF INCORPORATION  
OF

Swisscraft Hardwood Cabinets, Inc.

ARTICLE 1: NAME

The name of this Corporation is Swisscraft Hardwood Cabinets, Inc., constituted under Chapter 607 Florida Statutes, identified and referred to as the Florida General Corporation Act. The principal place of business of this corporation shall be 3105 Birch Court, Palm Harbor, Florida 34683-7015058.

ARTICLE 2: DURATION

This Corporation shall exist perpetually, commencing as of the date of the incorporators execution of these articles which has been delivered to the Secretary of State of Florida within five days of acceptance and filing of these Articles by the Secretary of State of Florida.

ARTICLE 3: PURPOSE

This corporation is organized, and may engage in every aspect of the Woodworking Trade and The Manufacturing of Kitchen Cabinets or any business permitted under the laws of the United States and the State of Florida.

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue 10,000 shares of Internal Revenue Code Section 1244 \$1.00 par value common stock.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 3105 Birch Court, Palm Harbor, Florida 34683-7015058, and the name of the initial registered agent of this Corporation is Edgard Bidermann.

ARTICLE 6: INITIAL BOARD OF DIRECTORS



ARTICLE 10: CUMULATIVE VOTING

At each election of directors by the shareholders, each shareholder entitled to vote at such election shall have the right to accumulate his or her votes by giving one candidate as many votes as shall equal the number of directors to be elected multiplied by the number shares owned by such shareholder, or by distributing such votes on the same principle among as many candidates as he or she sees fit; provided, however, that written notice shall be given by any shareholder to the President or Vice President of the corporation not less than twenty-four hours before the time fixed for the holding of the meeting for the election of directors that he or she intends to accumulate his or her votes at such election. This right to vote cumulatively shall not be further restricted or qualified by any provision in the bylaws of this corporation.

ARTICLE 11: INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE 12: BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE 13: INFORMAL SHAREHOLDER ACTION

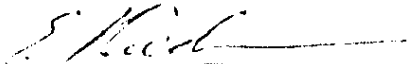
The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

ARTICLE 14: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 25th day of August, 1995.

  
\_\_\_\_\_  
Edgar Bidermann  
Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named Corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 25Th day of August, 1995.

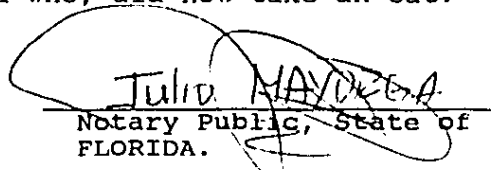
  
\_\_\_\_\_  
Edgar Bidermann  
Registered Agent

STATE OF FLORIDA

SS:

COUNTY OF PINELLAS

The foregoing Articles of Incorporation was acknowledged and sworn to before me this 25th day of August, 1995 by Edgar Bidermann, to me known, and who, did not take an oat.

  
\_\_\_\_\_  
Notary Public, State of  
FLORIDA.

NOTARY SEAL

**JULIO C. MAYORGA**  
Notary Public - State of Florida  
My comm. expires Apr. 28, 1997  
Commission No. CC 281170

My Commission expires on  
4/28/97