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TO: DIVISION OF CORPORATIONS
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STATE OF FLORIDA
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(((H95000000778))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: WOODWORK & WALLPAPER, INC.

FAX AUDIT NUMBER: H95000000778
DATE REQUESTED: 01/19/1995

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SECTION OF CORPORATIONS

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**ARTICLES OF INCORPORATION
OF
WOODWORKS & WALLPAPER, INC.**

The undersigned hereby agree(s) to organize a corporation under the laws of the State of Florida, with the following Articles of Incorporation.

**ARTICLE I
NAME**

The corporate name shall be:
WOODWORKS & WALLPAPER, INC.

**ARTICLE II
EXISTENCE**

The corporation shall have perpetual existence.

**ARTICLE III
PURPOSE**

The corporate purpose is to conduct all lawful business and it shall possess all powers now and hereafter conferred by the laws of the State of Florida and the United States upon corporations.

**ARTICLE IV
AUTHORIZED CAPITAL STOCK**

The amount of capital stock authorized is five thousand (5,000) shares with no par value.

THIS DOCUMENT WAS PREPARED BY:
DOUGLAS D. STRATTON, ESQ.
Florida Bar No. 340946
407 Lincoln Road, Suite 28
Miami Beach, Florida 33139
(305) 672-7773

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**ARTICLE V
PRINCIPAL OFFICE**

The post office address of the principal office of the corporation is: 407 Lincoln Road, Suite 2B, Miami Beach, Florida, 33139, or at any other location that the Board of Directors chooses to designate.

**ARTICLE VI
INITIAL REGISTERED AGENT**

The initial Registered Agent of the corporation is: DOUGLAS D. STRATTON, Esq., and the street address of the registered office is:

407 Lincoln Road, Suite 2B, Miami Beach, Florida, 33139.

**ARTICLE VII
INITIAL BOARD OF DIRECTORS**

The business of the corporation shall be managed by a Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in accordance with the by-laws. The name(s) and address(es) of the first Board of Directors who shall serve until the first annual meeting of the shareholders or until their successors are elected and qualified shall be:

NAME

VICTOR VALIENTE

NANCY T. VALIENTE

ADDRESS

c/o Douglas D. Stratton, Esq.
407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

c/o Douglas D. Stratton, Esq.
407 Lincoln Road, Suite 2B
Miami Beach, Florida 33139

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**ARTICLE VIII
POWERS OF DIRECTOR(S)**

The Director(s) shall exercise all powers conferred by law.

**ARTICLE IX
INDEMNIFICATION**

The corporation shall indemnify any and all of its directors or officers against losses and expenses actually and necessarily incurred by them in connection with the defense of any suit which they are parties to by reason of their acts while in their corporate capacity.

**ARTICLE X
AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any or all provisions of the Articles of Incorporation in the manner now or hereafter prescribed by Florida Statutes.

**ARTICLE XI
INCORPORATOR**

The name(s) and address(es) of the Incorporator(s) of the corporation is/are as follows:

NAMES

Nancy T. Valiente

ADDRESSES

c/o Douglas D. Stratton, Esq.
407 Lincoln Road, Suite 28
Miami Beach, Florida

IN WITNESS WHEREOF, the undersigned, being the original Incorporator of the corporation, has executed these Articles of

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Incorporation this 19 day of January, 1995.

Nancy T. Valiente
Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared NANCY T. VALIENTE, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforementioned this 19 day of January, 1995.

Bonnie J. Padulsky
NOTARY PUBLIC
State of Florida

Bonnie J. Padulsky
Print, type of stamp Commissioned
Name of Notary Public

Personally known or produced Identification
Type of Identification Produced

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES NOV. 12, 1998
REMOVED THIS GENERAL PUBLIC LAW

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions in Chapter

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BEFORE ME, the undersigned authority, personally appeared
NANCY T. VALIENTE, to me well known and known to me to be the
 person described in and who executed the foregoing Articles of
 Incorporation, and she acknowledged before me that she executed
 the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State
 aforementioned this 19 day of January, 1955.

Bonnie J. Padukky
 NOTARY PUBLIC
 State of Florida

Bonnie J. Padukky
 Print, type or stamp commissioned
 Name of Notary Public

Personally known _____ or produced Identification
 Type of Identification Produced _____

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA
 MY COMMISSION EXPIRES JAN. 1958
 EXPIRED 1958 JAN. 1958

ACKNOWLEDGMENT

Having been named to accept service of process for the
 above stated corporation, at the place designated in these
 Articles of Incorporation, I hereby accept to act in this
 capacity, and agree to comply with the provisions in Chapter

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JAN-28-1995 08:36 FROM EMPIRE

TO

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48.091, Florida Statutes, relative to keeping open said office.

~~ROBERT B. STANTON~~
~~REGISTERED AGENT~~
Florida Bar No. 240966

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JUL 20 1992
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