

FD2000005714

CT Corporation

(Requestor's Name)

(Address)

(Address)

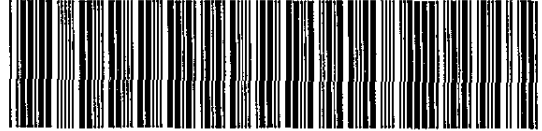
(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____



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MJH

10/28/02--01001--019 **70.00

Special Instructions to Filing Officer:

W02-31004

11/14

FOR WRP

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
AND BUSINESS REGISTRATION
TALLAHASSEE, FLORIDA

Office Use Only

02 NOV 14 PM 2:47
F11 (21)

CT CORPORATION

October 25, 2002

Secretary of State, Florida
409 East Gaines Street
N/A
Tallahassee FL 32399

Re: Order #: 5704601 SO
Customer Reference 1:
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Homeworks, Inc. (OH)
Qualification
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Katrina Forsman
Fulfillment Specialist
Katrina_Forsman@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 28, 2002

CT CORPORATION

SUBJECT: HOMEWORKS, INC.
Ref. Number: W02000031004

We have received your document for HOMEWORKS, INC. and your check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following:

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges
Document Specialist

Letter Number: 702A00059236

**RESOLUTION
OF THE BOARD OF DIRECTORS OF
HOMEWORKS, INC.**

The undersigned, being the Sole Director of HOMEWORKS, INC., hereby waives notice of the Meeting of Directors of the Corporation, pursuant to the authority of Section 1701.54 of the Ohio Revised Code, does hereby take and consent to the following actions in writing, without a meeting:

RESOLVED: That HOMEWORKS, INC., organized and existing in the State of Ohio, hereby adopts the name: **HOMEWORKS OF OHIO, INC.** for use in the State of Florida.

IN WITNESS WHEREOF, the Sole Director of HOMEWORKS, INC., has hereby signed his name this 8th day of November, 2002.



JOHN P. REED, Sole Director

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.

1. Homeworks, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Ohio 3. 34-1185757
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. March 29, 1976 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 7700 Northfield Road, Walton Hills, Ohio 44146
(Principal office address)
7700 Northfield Road, Walton Hills, Ohio 44146
(Current mailing address)

8. To engage in the retail sale of furniture and home furnishing items.
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: CT Corporation System

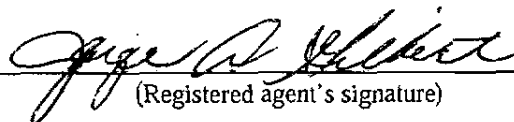
Office Address: 1200 S. Pine Island Road

Plantation, Florida 33324
(City) (Zip code)

FILED
02 NOV 14 PM 2:47
STATE
TALLAHASSEE FLORIDA

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

JOYCE A. GIVENS
REGISTERED SECRETARY

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Chairman: John P. Reed
Address: 7700 Northfield Road
Walton Hills, OHIO 44146

Vice Chairman:
Address:

Director:
Address:

Director:
Address:

B. OFFICERS

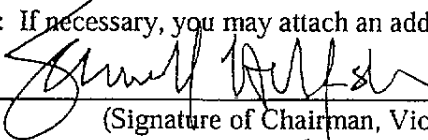
President: John P. Reed
Address: 7700 Northfield Road
Walton Hills, Ohio 44146

Vice President: Samuel Helfenstine
Address: 7700 Northfield Road
Walton Hills, Ohio 44146

Secretary: Lisa Reed
Address: 7700 Northfield Road, Walton Hills, Ohio 44146

Treasurer: Samuel Helfenstine
Address: 7700 Northfield Road, Walton Hills, Ohio 44146

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Samuel Helfenstine
(Typed or printed name and capacity of person signing application)

**UNITED STATES OF AMERICA
STATE OF OHIO
OFFICE OF THE SECRETARY OF STATE**

I, J. Kenneth Blackwell, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign corporations; that said records show HOMEWORKS, INC., an Ohio Corporation, Charter No. 479467, having its principal location in Cleveland, County of Cuyahoga, was incorporated on March 29, 1976, and is currently in GOOD STANDING upon the records of this office.



Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 22nd day of October, A.D. 2002.

J. Kenneth Blackwell
Ohio Secretary of State