2800 W. OAKLAND PARK BLVD. SUITE 1097 | FT. LAUDERDALE, FL. 33311

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

JUNE 28, 2000

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FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FLORIDA 32314

ATTENTION: INCORPORATION SECTION

REFERENCE:

INTERIOR DESIGN GUILD FOUNDATION, A Corporation Not For Profit

ENCLOSED HEREIN YOU WILL FIND COPIES EACH OF THE ARTICLES OF INCORPORATION AND YOUR FEE IN THE AMOUNT OF SEVENTY DOLLARS (\$70.00) TO COVER THE REQUIRED FILING CHARGES AND \$8.75 FOR CERTIFIED COPY FEE.

PLEASE PROCESS AS SOON AS POSSIBLE AND FORWARD THE COMPLETED DOCUMENTS TO OUR ADDRESS:

> BJ ACCOUNTING ASSOCIATES, INC. 2800 W. OAKLAND PARK BLVD. SUITE 109 FORT LAUDERDALE, FL. 33311

THANK YOU FOR YOUR COOPERATION IN THIS MATTER. IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT THE ACCOUNTING OFFICE AT THE ADDRESS AND OR PHONE NUMBERS LISTED HEREIN. PHONE: (954) 731-2244 AND FAX US AT (954) 731-6688.

SINCERELY YOURS,

ENCS.

BM/B

PLEASE NOTE OUR NEW ADDRESS

DGC. ***

Paid CK 1244 # 78. 75 F/F 6-28-00 Cert. Copy

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

INTERIOR DESIGN GUILD FOUNDATION, INC.

A Corporation Not For Profit

The undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles of Incorporation for the formation of a NOT FOR PROFIT corporation pursuant to Chapter 617.0202 Fl. Statutes, of the United States of America, by and under the provisions and statutes of that State providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions thereof, does hereby make, subscribe, acknowledge and file these Articles of Incorporation as follows:

ARTICLE I CORPORATE NAME

The name of this corporation shall be: INTERIOR DESIGN GUILD FOUNDATION, INC.

ARTICLE II

The general nature and purpose of the business to be transacted by this corporation shall be:

To undertake programs and activities that promote and enhance the goals and objectives of the Interior Design Guild Foundation, Inc.

To unify the industry interior design and enhance tri-county community needs.

To be responsive to the needs of the community by adhering to the following guidelines:

a. Promote and support common interests.

b. Nurture and encourage community involvement.

c. Utilize a flexible organizational structure adaptable to changing needs.

d. Operate in a professional manner.

e. Undertake other programs and activities that will enhance the community.

f. Encourage excellence and innovation in interior design practice and education.

g. Promote a high level of qualification for interior designers.

h. Promote excellence in the functional, technical and aesthetic aspects of interior design through the established awards programs including the "Designers of the Year" competition.

i. Encourage excellence in universal interior design responsive to special environmental needs of vulnerable population groups that include children, adults and persons with disabilities.

j. Contribute to historic and cultural restoration projects.

k. Protect the health, safety and welfare of the public through interior design.

1. Increase awareness of the interior design profession.

m. To cooperate with related professions and industries in seeking mutual solutions to worthwhile community programs.

n. Support such policies for operation of the Foundation as the IDGF may from time to time adopt.

To establish, administer, inform, improve, promote and organize any activities, events, seminars or workshops for the development, enhancement and or betterment of the public or mankind.

ARTICLE III NON-STOCK CORPORATION

This corporation is not organized for pecuniary profit. It shall not have any power to issue certificates of stock or declare dividends.

ARTICLE IV TAX EXEMPT STATUS

This corporation shall have the power to do any and all lawful acts and things, and to engage in any and all lawful activities which may be necessary or proper for the furtherance, accomplishment, fostering or attainment of the purposes of the goals hereinabove mentioned. Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in 501(c) (3) of the Internal Revenue Code and carry out those activities that are authorized and as are required under 501(c) (3) of the Internal Revenue Code or any corresponding revisions of future U. S. Revenue Law.

DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing of the Articles of Incorporation and shall have perpetual existence unless dissolved according to law.

ARTICLE VI

The principal office and mailing address of this corporation shall be located at 1855 Griffin Road, Box #3, Dania Beach, Florida 33004. However, the address may be changed to another location at a later date.

. . .

ARTICLE VII SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is:

LOUIS "CHIP" DU PONT
1855 GRIFFIN ROAD
BOX 3
DANIA BEACH, FLORIDA 33004

ARTICLE VIII BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of Directors who will be selected by the Membership according to the By-Laws of this corporation. However, the Board of Directors constituting the initial Board of Directors shall be following for the purposes of incorporation but will increase in membership number hereafter. The names and addresses of the initial Board Members are:

LOUIS "CHIP" DU PONT - PRESIDENT/C.E.O.

RON CLARK - VICE PRESIDENT

CARMINE MARTORILLI - SECRETARY

ANTHONY SIKICH - TREASURER

1855 GRIFFIN ROAD
BOX 3
DANIA BEACH, FLORIDA 33004

ARTICLE IX BY-LAWS

The By-Laws of this corporation shall be adopted by the Board of Directors and may be amended by the Board in accordance with Florida Statutes. Copies of the By-Laws and any amendments thereto, shall be made a part of the corporate minute book and be available to members of the corporation.

ARTICLE X MEMBERSHIP

Individuals designated as the initial directors of the corporation shall be the initial members of this corporation. Other candidates will be considered for such membership based on their credentials and qualifications. All other manners of admission shall be regulated by the by-laws.

ARTICLE XI INDEMNIFICATION

The corporation shall indemnify any Officer or Director of this corporation to the full extent as permitted by law.

ARTICLE XII RESTRICTIONS ON ACTIVITIES

No part of the receipts or earnings of this corporation shall inure to the benefit of or be attributable to its members, directors, officers, or other private persons except that the corporation shall be authorized and empowered to pay reasonable expenses incident to services rendered by its members, officers, directors. Notwithstanding any other

provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future U. S. Revenue Law) and or any regulation pertaining thereto.

ARTICLE XIII

The corporation reserves the right to amend, alter, change or repeal any provision or provisions thereof, contained in these Articles of Incorporation in the same manner now or hereafter prescribed by Statute. The Articles of Incorporation may be amended upon resolution by the Board ratification or adoption by the majority of the membership at a regular or called meeting thereof. The amendments shall be considered adopted after the filing with the Secretary of State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation for the uses and purposes aforesaid and does hereby declare and certify that the facts contained herein are true, this day of _______, in the year 2000.

FILED

00 JUL -6 PM 3: 04

SECRETARY OF STATE TALLAHASSEE, FLORIDA

DESIGNATED REGISTERED AGENT AND OFFICE

The designated registered agent and office of INTERIOR DESIGN GUILD FOUNDATION, INC. is:

LOUIS "CHIP" DU PONT 1855 GRIFFIN ROAD BOX 3 DANIA BEACH, FLORIDA 33004

and he will accept service of process for the above stated corporation at the place designated herein.

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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

LOUIS "CHIP" DU PONT

DATE: