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FLORIDA PROFIT/NON PROFIT CORPORATION

THE GREENE FAMILY FOUNDATION, INC.

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**ARTICLES OF INCORPORATION**

**OF**

**THE GREENE FAMILY CHARITABLE FOUNDATION, INC.**  
**(A Florida Not For Profit Corporation)**

The undersigned incorporator to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida and the Florida Not For Profit Corporation Act.

**ARTICLE I**

**NAME**

The name of this corporation shall be: **THE GREENE FAMILY CHARITABLE FOUNDATION, INC.** ("Corporation").

**ARTICLE II**

**PURPOSE**

The Corporation is a not for profit corporation formed pursuant to the Florida Not For Profit Corporation Act. The Corporation is organized and shall be operated exclusively for religious, charitable, scientific, literary and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). The Corporation's purpose shall also include the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, or any other corresponding provisions of any law of the United States. The Corporation shall have, without limitation, the power to do, alone, or in cooperation with other organizations or persons, any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance, accomplishment, or attainment of the purposes of the Corporation.

**ARTICLE III**

**EARNINGS AND ACTIVITIES**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services

Prepared by Douglas Kniskern, Esq.  
FL Bar No. 193003  
Broad and Cassel  
P O Box 14010  
Fort Lauderdale, FL 33302  
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rendered and to make payments and distributions in furtherance of the purposes set forth above. No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision herein, the Corporation shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code. In addition, this Corporation shall not, except to the extent permitted by law including federal tax law, engage in any activity or exercise any powers that are not in furtherance of the purposes of this Corporation.

References in this Articles of Incorporation to Sections of the Code shall be deemed to include the corresponding provisions of any subsequent federal tax laws.

#### ARTICLE IV

##### DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the country in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE V

##### MEMBERSHIP

The Corporation shall have no members. The Corporation is not organized for profit and shall not have authority to issue capital stock.

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**ARTICLE VI**

**MANAGEMENT**

Except as otherwise provided by law, or in the Bylaws of the Corporation, the business of the Corporation shall be managed and all of the powers of the Corporation be exercised by the Board of Directors of the Corporation.

**ARTICLE VII**

**TERM OF EXISTENCE**

The Corporation shall exist in perpetuity unless sooner dissolved according to law. Corporate existence shall commence upon the filing of these Articles with the Office of Secretary of State.

**ARTICLE VIII**

**INITIAL PRINCIPAL OFFICE**

The initial street address and mailing address of the principal office of this Corporation in the State of Florida shall be c/o Emil A. Akar, Akar Capital Management, Inc., 8551 W. Sunrise Boulevard, Suite 102-A, Plantation, Florida 33322.

**ARTICLE IX**

**INITIAL REGISTERED AGENT AND OFFICE**

The Initial Registered Agent and Office of this Corporation shall be:

Emil A. Akar  
8551 W. Sunrise Boulevard  
Suite 102-A  
Plantation, Florida 33322

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**ARTICLE X**

**DIRECTORS**

The Bylaws shall govern the manner in which directors are elected or appointed. The Board of Directors shall never have less than three (3) directors. The following shall constitute the initial directors who shall act until the first meeting of the members or until their successors are duly chosen and qualified, and the names and addresses of the persons who are to serve as the initial Directors are as follows:

Emil A. Akar Director  
c/o Akar Capital Management, Inc.  
8551 W. Sunrise Boulevard  
Suite 102-A  
Plantation, FL 33322

Christine E. Akar Director  
1087 NW 96<sup>th</sup> Avenue  
Plantation, FL 33322

Nicole Akar Director  
1087 NW 96<sup>th</sup> Avenue  
Plantation, FL 33322

**ARTICLE XI**

**AMENDMENT**

These Articles of Incorporation may be altered, amended or repealed only by a majority vote of the Board of Directors of the Corporation.

**ARTICLE XII**

**DEDICATION OF ASSETS**

The property of the Corporation is irrevocably dedicated to educational and charitable purposes, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director or officer or to the benefit of any private individual.

Prepared by Douglas Kniskern, Esq.  
FL Bar No. 193003  
Broad and Cassel  
P O Box 14010  
Fort Lauderdale, FL 33302  
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**ARTICLE XIII**

**INDEMNIFICATION**

This Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

**ARTICLE XIV**

**INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Douglas Kniskern, Esq.  
BROAD AND CASSEL  
P O Box 14010  
Fort Lauderdale, Florida 33302

The undersigned has executed these Articles of Incorporation this 19 day of April, 2006.

  
\_\_\_\_\_  
DOUGLAS KNISKERN, Incorporator

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT**

**OF**

**REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.



Emil A. Akar

Prepared by Douglas Kniskern, Esq.  
FL Bar No. 193003  
Broad and Cassel  
P O Box 14010  
Fort Lauderdale, FL 33302  
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FLOORING BY THOMAS, INC.

Certificate of Status	0
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FLOORING BY THOMAS, INC.

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**ARTICLES OF INCORPORATION**

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**OF**

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**FLOORING BY THOMAS, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

**ARTICLE 1 - NAME**

The name of the Corporation is **FLOORING BY THOMAS, INC.**, (hereinafter, "Corporation").

**ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**ARTICLE 3 - PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 5930 Melaleuca Lane, Green Acres, Florida 33465 and the mailing address is the same.

**ARTICLE 4 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez  
1840 Southwest 22 Street, 4th Floor  
Miami, Florida 33145

**ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

President: Thomas Pavletic  
Secretary: Thomas Pavletic  
Treasurer: Thomas Pavletic

whose addresses shall be the same as the principal office of the Corporation.



**SPIEGEL & UTRERA, P.A.**

LAWYERS

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**ARTICLE 6 - DIRECTOR(S)**

The Director(s) of the Corporation shall be:

Thomas Pavletic

whose addresses shall be the same as the principal office of the Corporation.

**ARTICLE 7 - CORPORATE CAPITALIZATION**

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND (10,000)** shares of common stock, each share having the par value of **ONE CENT (\$.01)**.

7.2 All holders of shares of common stock shall be identical with each other in every respect and the holders of common shares shall be entitled to have unlimited voting rights on all shares and be entitled to one vote for each share on all matters on which Shareholders have the right to vote.

7.3 All holders of shares of common stock, upon the dissolution of the Corporation, shall be entitled to receive the net assets of the Corporation.

7.4 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.5 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.6 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.



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**ARTICLE 8 - SUB-CHAPTER S CORPORATION**

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.

8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Subchapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

**ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT**

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

**ARTICLE 10 - POWERS OF CORPORATION**

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

**ARTICLE 11 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.



**SPIEGEL & UTRERA, P.A.**  
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**ARTICLE 12 - REGISTERED OWNER(S)**

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

**ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is Spiegel & Utrera, P.A., located at 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145. The name and address of the registered agent of this Corporation is Spiegel & Utrera, P.A., 1840 Southwest 22 Street, 4th Floor, Miami, Florida 33145.

**ARTICLE 14 - BYLAWS**

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

**ARTICLE 15 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

**ARTICLE 16 - AMENDMENT**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



**SPIEGEL & UTRERA, P.A.**  
LAWYERS

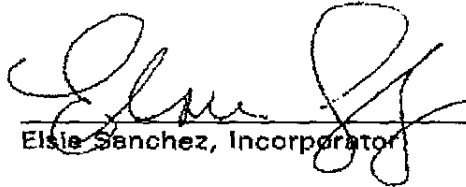
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IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 1<sup>st</sup> day of May 2006.


  
Elsie Sanchez, Incorporator

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**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Spiegel & Utrera, P.A.

  
By: Natalia Utrera  
Natalia Utrera, Vice President



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