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ALAN S. ZANGEN, P.A.

ATTORNEY AT LAW

ALAN S. ZANGEN*

OF COUNSEL
B. CHRISTINE MALMUTH, R.N.
MATTHEW F. LUPARDO+

*Member Florida Bar, New York Bar and Illinois bar +Member Florida Bar and New York Bar WELLINGTON CORPORATE CENTER 1200 CORPORATE CENTER WAY SUITE 201 WELLINGTON, FLORIDA 33414

TELEPHONE (561) 793-2400

FACSIMILE (561) 753-9966

January 4, 2000

Florida Secretary of State Division of Corporations P.O. Box 6327 The Capitol Building, Room 2001 Tallahassee, Florida 32314

Re: Cooks Cabinets & Interiors, Inc.

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the Articles of Incorporation of the above-referenced corporation, and Certificate of Registered Agent for the above referenced corporation.

Additionally, enclosed is my check number 11774, in the amount of \$70.00, representing the cost of incorporating. Please forward a conformed copy of the Articles to the attention of the undersigned.

Thank you for your prompt attention to this matter.

1 1/

Sincerely,

ASZ:dz

Enclosures:

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ARTICLES OF INCORPORATION

OF

COOKS CABINETS & INTERIORS, INC.



THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE ONE: The name of the corporation is COOKS CABINETS & INTERIORS, INC.

ARTICLE TWO: The duration of the corporation is perpetual.

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which the corporation is authorized to issue is TWO HUNDRED (200). Such shares shall be of single class, and shall have a par value of One and no/hundredths (\$1.00) Dollar per share.

ARTICLE FIVE: The street address of the initial principal office of the corporation is 1630 Yachtman Place, Wellington, FL 33414, and the name of its initial registered agent is Karen A. Cook, at the same address.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is three (3). The name and address of the persons who are to serve as a member of the initial board of directors are: Karen A. Cook, 1630 Yachtman Place, Wellington, FL 33414

ARTICLE SEVEN: The name and address of the Incorporator is: Karen A. Cook, 1630 Yachtman Place, Wellington, FL 33414. The Articles of Incorporation may be amended in the ARTICLE EIGHT: manner provided by law. EXECUTED by the undersigned at West Palm Beach, Florida, this 31 day of December, 1999. STATE OF FLORIDA COUNTY OF PALM BEACH) I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared KAREN A. COOK personally known to me, or has produced ______as identification and who, being duly sworn, executed the foregoing instrument and acknowledged before me that she executed the same. WITNESS my hand and official seal in the County and State last aforesaid this $\frac{3}{2}$ day of December, 1999.

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT COOKS CABINETS & INTERIORS, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 1630 YACHTMAN, WELLINGTON, STATE OF FLORIDA, HAS NAMED KAREN A. COOK, 1630 YACHTMAN PLACE, WELLINGTON, FLORIDA 33414, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

KAREN A. COOK INCORPORATOR

DATE: December 3), 1999

ACKNOWLEDGMENT OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

KAREN A. ČOOK

REGISTERED AGENT

DATE: December 31, 19

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