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Allen Rogers
10851 So. US Hwy 441
Bellevue, FL 34420

March 21, 2000

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*****78.75 *****78.75

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Paradise Cabinets, Inc.

Enclosed is an original and one copy of the Articles of Incorporation and a check in the amount of \$78.75. After these articles have been filed, please send me a certified copy of same.

Thank you for your attention to this matter.

Sincerely,


Allen Rogers

Encls. 3

FILED
00 MAY 17 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

PARADISE CABINETS, INC.

FILED
00 MAY 17 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION, EACH A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY ASSOCIATE THEMSELVES TOGETHER TO FORM A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I - NAME

THE NAME OF THE CORPORATION IS:

PARADISE CABINETS, INC.

ARTICLE II - ADDRESS

THE ADDRESS OF THE CORPORATION IS:

10851 So US Hwy 441, Belleview, FL 34420

ARTICLE III - NATURE OF BUSINESS

THE GENERAL NATURE OF THE BUSINESS AND THE OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED AND CARRIED ON ARE TO DO ANY AND ALL OF THE THINGS HEREIN MENTIONED, AS FULLY AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, VIZ:

(A) TO SET UP A TRADE IN THE BUSINESS OF MAKING AND INSTALLING CABINETS AND FURNITURE. TO TAKE CARE OF DESIGNING, PLANNING, PREPARING LAYOUTS FOR SUCH, GENERAL HOME REPAIRS, INCLUDING, BUT NOT LIMITED TO, PAINTING, REPLACEMENTS OF SAME AND ANY OTHER ITEMS THAT ARE SUITABLE FOR THIS TYPE BUSINESS. TO PARTICIPATE IN TRADE SHOWS AND OTHER PROMOTIONS TO FURTHER ASSIST IN THE GROWTH AND DEVELOPMENT OF THIS BUSINESS.

(B) TO IMPROVE, BUY, SELL, EXCHANGE, MORTGAGE, RENT, LEASE, INVEST IN, BUILD, MAINTAIN, DEAL IN AND WITH, DISPOSE OF, MANAGE AND OPERATE REAL PROPERTY, BOTH IMPROVED AND UNIMPROVED, AND PERSONAL PROPERTY OF WHATEVER NATURE OR KIND; AND TO DEVELOP REAL PROPERTY, TO LOAN MONEY UPON REAL AND PERSONAL PROPERTY AND TO TAKE MORTGAGES AND BONDS, AND ASSIGNMENT OR MORTGAGES AND BONDS UPON REAL AND PERSONAL PROPERTY OF WHATEVER NATURE AND KIND; AND TO BORROW MONEY THEREON BY MORTGAGE OR OTHERWISE.

(C) To do ANY AND ALL THINGS, NECESSARY AND PROPER FOR THE ACCOMPLISHMENT OF THE OBJECTS ENUMERATED IN THESE ARTICLES OF INCORPORATION OR ANY AMENDMENT THERETO AND IN GENERAL TO CARRY ON ANY LAWFUL BUSINESS NECESSARY TO THE ATTAINMENT OF THE OBJECTS OF THE CORPORATION, WHETHER OR NOT SUCH BUSINESS IS SIMILAR IN NATURE TO THE OBJECTS SET FORTH HEREIN, IT BEING UNDERSTOOD THAT THE ENUMERATION OF SPECIFIC POWERS IN THESE ARTICLES OF INCORPORATION SHALL NOT BE DEEMED TO THE EXCLUSIVE, BUT ALL OTHER LAWFUL POWERS CONFERRED BY THE STATUTES OF THE STATE OF FLORIDA ARE HEREBY INCLUDED.

ARTICLE IV CAPITAL STOCK

THE MAXIMUM NUMBER OF SHARES OF THE STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY ONE TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK, NO PAR VALUE.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, AT A JUST VALUATION TO BE FIXED BY THE BOARD OF DIRECTORS OF THIS CORPORATION.

ARTICLE IV SUBSCRIBERS

THE NAMES AND STREET ADDRESSES OF EACH SUBSCRIBER OF THESE ARTICLES OF INCORPORATION IS:

ALLEN L. ROGERS, 10851 So US Hwy 441, Belleview, FL 34420

KENNETH B. ROGERS, 10851 So US Hwy 441, Belleview, FL 34420

ARTICLE V AMENDMENT

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS, AND APPROVED AT A STOCKHOLDER'S MEETING BY 100% OF THE STOCK ENTITLED TO VOTE THEREON, UNLESS ALL THE DIRECTORS AND ALL THE STOCKHOLDERS SIGN A WRITTEN STATEMENT MANIFESTING THEIR INTENTION THAT A CERTAIN AMENDMENT OF THESE ARTICLES OF INCORPORATION HAS BEEN MADE.

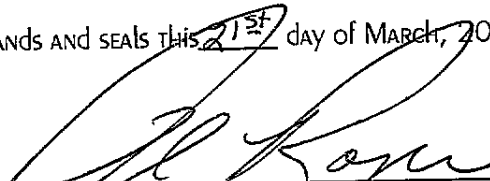
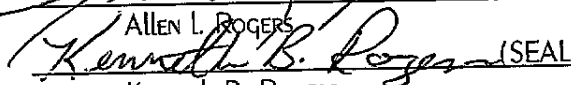
THE DIRECTORS OF THE CORPORATION SHALL HAVE THE POWER TO MAKE OR AMEND THE BY-LAWS AND TO FIX ANY AMOUNT TO BE RESERVED FOR WORKING CAPITAL.

THE PRIVATE PROPERTY OF THE STOCKHOLDER SHALL NOT BE SUBJECT TO THE PAYMENT OF THE CORPORATE DEBTS IN ANY EXTENT WHATSOEVER. THE CORPORATION SHALL HAVE A FIRST LIEN ON THE SHARES OF ITS MEMBERS AND UPON THE DIVIDENDS DUE THEM FOR ANY INDEBTEDNESS OR SUCH MEMBERS OF THE CORPORATION.

ARTICLE VI- ELECTION FOR TAX PURPOSES

AT THE ELECTION OF THE OFFICERS OF THIS CORPORATION, THIS CORPORATION MAY BE QUALIFIED AS A SUB CHAPTER S CORPORATION PURSUANT TO THE LAWS OF THE UNITED STATES AND THE INTERNAL REVENUE SERVICE. THIS PROVISION SHALL BE APPLICABLE ONLY IF THE BUSINESS IN WHICH THE CORPORATION ENGAGES QUALIFIED FOR SUCH TAX TREATMENT UNDER THE LAWS OF THE UNITED STATES.

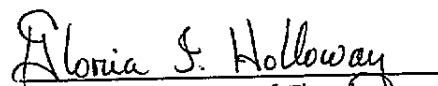
IN WITNESS WHEREOF, WE, THE UNDERSIGNED, BEING EACH OF THE ORIGINAL SUBSCRIBERS TO THE CAPITAL STOCK HEREIN ABOVE NAMED, FOR THE PURPOSE OF FORMING A CORPORATION TO DO BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, UNDER THE LAWS OF FLORIDA, DO MAKE AND FILE THESE ARTICLES OF INCORPORATION, HEREBY DECLARING AND CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE, AND DO RESPECTIVELY AGREE TO TAKE THE NUMBER OF SHARES HEREIN ABOVE SET FORTH, AND HEREUNTO SET OUR HANDS AND SEALS THIS 21st day of MARCH, 2000.

 (SEAL)
ALLEN L. ROGERS
 (SEAL)
KENNETH B. ROGERS

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY THAT ON THIS DAY BEFORE ME, A NOTARY PUBLIC, DULY AUTHORIZED IN THE STATE AND COUNTY NAMED ABOVE TO TAKE ACKNOWLEDGMENTS, PERSONALLY APPEARED ALLEN L. ROGERS & KENNETH B. ROGERS, TO ME KNOWN TO BE THE PERSONS DESCRIBED AS SUBSCRIBER AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND ACKNOWLEDGED BEFORE ME THAT THEY SUBSCRIBED TO THESE ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I HAVE HEREUNTO SET MY HAND AND OFFICIAL SEAL AT OCALA, MARION COUNTY, FLORIDA, THIS 21st day of MARCH, 2000.


NOTARY PUBLIC, STATE OF FLORIDA



Gloria I. Holloway
Commission # CG 860252
Expires Sep. 22, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON PROCESS MAY BE SERVED:

ALLEN L. ROGERS, 10851 So US Hwy 441, Belleview, FL 34420

IN PURSUANCE OF CHAPTER 48.091 FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED
IN COMPLIANCE WITH SAID ACT:

FIRST--THAT PARADISE CABINETS, INC. is desiring to organize under the laws of the State of
Florida, with its principal office, as indicated in the Articles of Incorporation at City of Ocala, County of
MARION, STATE of Florida, HAS NAMED

ALLEN L. ROGERS, 10851 So US Hwy 441, Belleview, FL 34420 as its AGENT TO ACCEPT SERVICE of PROCESS
WITHIN THE STATE.

ACKNOWLEDGMENT:

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT PLACE DESIGNATED IN THE 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.

By: 

ALLEN L. ROGERS, REGISTERED AGENT

FILED
00 MAY 17 AM 7:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA