

LAW OFFICE OF
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TERRY J. FORMAN

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P00000051092

July 31, 2000

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

VIA FEDERAL EXPRESS # 8161 1510 2079

RE: TEXTURES & FAUX PROS, INC.
Doc. # P00000051092

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-08/02/00--01071--010
*****87.50 *****87.50

Dear Sir or Madam,

Enclosed for your attention please find Restated Articles of Incorporation for the above corporation, together with my checks for \$87.50, covering the filing fee and Certified Copy thereof.

Thank you for your prompt attention to this matter.

Very truly yours,

Terry J. Forman, Esq.

Encl.
TJF:wp

FILED
00 AUG -2 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P00000051092
8-2-00
Restated Articles of Incorporation
Cert Copy
bp

RESTATED ARTICLES OF INCORPORATION

OF

TEXTURES & FAUX PROS, INC.

Formerly Known as TEXTURE FAUX PROS, INC.

ARTICLE I.

The name of this Corporation is:

Textures & Faux Pros, Inc.

ARTICLE II.

This Corporation shall exist in perpetuity commencing on May 15, 2000.

ARTICLE III.

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

ARTICLE IV.

This Corporation is authorized to issue 1,500 shares of \$1.00 par value common stock, which shall be designated as "Common Shares."

ARTICLE V.

SECTION I.

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

SECTION II.: VOTING RIGHTS

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI.

PREEMPTIVE RIGHTS:

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII.

The street address of the principal place of business of this Corporation is:

1471 SW 30th Avenue, Bay #9
Deerfield Beach, Florida 33442

and the name and address of the initial registered office and agent of this Corporation is:

TERRY J. FORMAN
1521 SW LeJeune Road
Coral Gables, Florida 33134

ARTICLE VIII.

This Corporation shall have Two (2) Director(s), initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation are:

DIRECTOR

Theresa Troy Jurs
1471 SW 30th Avenue, Bay #9
Deerfield Beach, FL 33442

DIRECTOR

Franke Cavallino
1212 Hillsboro Mile
Hillsboro Beach, FL 33062

ARTICLE IX.

The names and addresses of the initial officers of this corporation shall be as follows:

PRESIDENT

Theresa Troy Jurs
1471 SW 30th Avenue, Bay #9
Deerfield Beach, FL 33442

VICE-PRESIDENT / SECRETARY

Franke Cavallino
1212 Hillsboro Mile, Suite 23
Hillsboro Beach, FL 33062

ARTICLE X.

The names and addresses of the sole Directors who are signing these restated Articles of Incorporation is:

THERESA TROY JURS
1471 SW 30th Avenue, Bay #9
Deerfield Beach. FL 33442

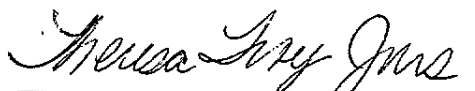
FRANKE CAVALLINO
1212 Hillsboro Mile, Suite 23
Hillsboro Beach, FL 33062

ARTICLE XI.

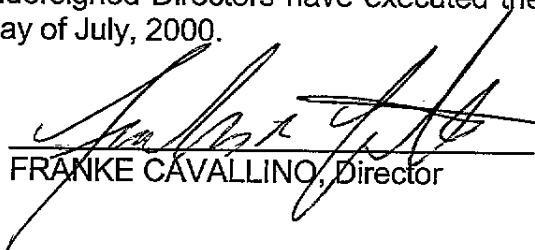
AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Directors have executed these Restated Articles of Incorporation this 31 day of July, 2000.



THERESA TROY JURS, Director



FRANKE CAVALLINO, Director

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 and 607.0501(3), Florida Statutes, the following is submitted:

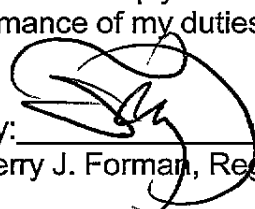
First that, **TEXTURES & FAUX PROS, INC.**, desiring to organize or qualify under the laws of the state of Florida, with its principal place of business, located at 1471 SW 30th Avenue, Bay #9 Deerfield Beach, Florida 33442, has named TERRY J. FORMAN, whose address is 1521 SW Lejeune Road, Coral Gables, Florida 33134, as its agent to accept service of process within Florida.

DATED: July 31, 2000

By: 
Theresa Troy Jurs, Director

Having been named to accept service of process for **TEXTURES & FAUX PROS, INC.**, at the place designated in this certificate, I hereby agree to act in this capacity, and I am familiar with and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: July 28, 2000

By: 
Terry J. Forman, Registered Agent

CERTIFICATE OF A CORPORATION RESTATING ITS
ARTICLES OF INCORPORATION

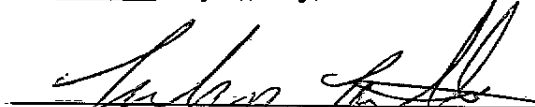
In compliance with Section 607.1007, Florida Statutes, the following is submitted:

1. The name of the Corporation restating its Articles of Incorporation is **TEXTURE FAUX PROS, INC.** Its new name shall retroactively known as **TEXTURES & FAUX PROS, INC.**, pursuant to Article I of the Restated Articles of Incorporation.
2. The amendments to the originally filed Articles of Incorporation were unanimously adopted by the Shareholders on July 27, 2000, with a retroactive effective date of May 15, 2000, pursuant to Section 607.0123(1)(b), Florida Statutes.
3. The amendments to the Articles of Incorporation did not require Shareholder approval, as required under Section 607.1006, however, such approval was in fact provided by the Shareholders.

IN WITNESS WHEREOF, the undersigned Directors have executed this Certificate of Restated Articles of Incorporation this 31 day of July, 2000.



THERESA TROY JURS, Director



FRANKE CAVALLINO, Director