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August 9, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **All Fireplaces by Design, Inc.**

500003355335--0
-08/14/00--01086--023
*****70.00 *****70.00

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for **All Fireplaces by Design, Inc.**

Also enclosed is our firm's check in the amount of \$70.00 representing the filing fee. Please return a copy of the Articles once the file number has been issued.

If any further information is required, please do not hesitate to contact us.

Sincerely,


STEPHEN C. BOOTH

/klo
Enclosures

FILED
00 AUG 14 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN AUG 22 2000

ARTICLES OF INCORPORATION
OF
ALL FIREPLACES BY DESIGN, INC.

FILED
00 AUG 14 AM 8:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I.

The name of this corporation is **ALL FIREPLACES BY DESIGN, INC.**

ARTICLE II.

This corporation is organized for the purposes of engaging in any and lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE III.

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE IV.

This corporation shall have perpetual existence and its existence shall commence upon the filing of these Articles.

ARTICLE V.

The street address of the principal office is 7823 Rutilio Court, New Port Richey, FL 34653, and the address of the initial registered office of this corporation is 1448 Flotilla Drive, Holiday, FL 34690 and the name of the initial registered agent at that address is Domenico N. D'Ascenzio.

ARTICLE VI.

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Domenico N. D'Ascenzio, 1448 Flotilla Drive, Holiday, FL 34690

ARTICLE VII.

The corporation shall indemnify any officer or director to the full extent permitted by law.

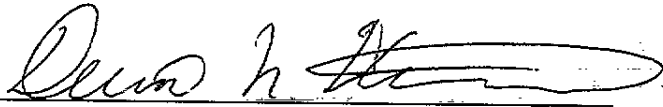
ARTICLE VIII.

The names and addresses of the persons signing these Articles are as follows: Domenico N. D'Ascenzio, 1448 Flotilla Drive, Holiday, FL 34690.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 7th day of August, 2000.

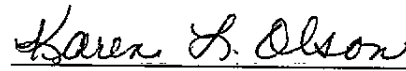

Domenico N. D'Ascenzio

IN WITNESS WHEREOF, the undersigned, with the execution of these Articles, is familiar with and accepts the duties as registered agent.


Domenico N. D'Ascenzio, as Registered Agent

STATE OF FLORIDA :
COUNTY OF PASCO :

The foregoing instrument was acknowledged before me this 7th day of August, 2000, by **Domenico N. D'Ascenzio**, who is personally known to me or who has produced _____ as appropriate identification.


Notary Public

THIS INSTRUMENT PREPARED BY:
STEPHEN C. BOOTH, Esquire
Booth & Cook, P.A.
7510 Ridge Road
Port Richey, FL 34668
Telephone: (727) 842-9105

