

P 00000102597

TRANSMITTAL LETTER

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

FILED
00 OCT 30 AM 10:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: www.Kitchensdesigned.com, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

300003444263--8
-10/30/00--01134--017
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Edward Benoff
Name (Printed or typed)

1004 Bedford Avenue
Address

Palm Beach Gardens, FL 33410
City, State & Zip

561-685-0121
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
WWW.KITCHENSDESIGNED.COM, INC.

The undersigned, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida

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ARTICLE I

NAME

The name of this corporation is WWW.KITCHENSDESIGNED.COM, INC. The principal business address is 1004 Bedford Avenue, Palm Beach Gardens, Florida 33403.

ARTICLE II

DURATION

This corporation shall have perpetual existence which shall commence at the date of the filing of these Articles with the Secretary of State.

ARTICLE III

PURPOSES

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

ARTICLE IV

AUTHORIZED SHARES

The capital stock of this Corporation shall consist of One Thousand (1,000) shares of Common Stock of One Dollar (\$1.00) par value each, all or part of said stock to be issued from time to time as may be determined by the Board of Directors. There shall be no preemptive right granted to the stockholders with respect to the shares of the corporation. On dissolution or liquidation of

the corporation, holders of the stock shall be entitled to distribution ratably as their holdings may appear upon the stock record of the corporation.

ARTICLE V

REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation and its address is as follows:

Edward Benoff
1004 Bedford Avenue
Palm Beach Gardens, FL 33403

ARTICLE VI

BOARD OF DIRECTORS

1. The number of Directors of this corporation shall not be less than one (1) nor more than five (5). The Bylaws may provide for the increase or decrease in the number thereof, provided that the number of Directors, from time to time, shall never be less than one (1).
2. The Corporation shall initially have one Director. The name and address of the initial Director are as follows:

NAME
Edward Benoff

ADDRESS
1004 Bedford Avenue
Palm Beach Gardens, FL 33403

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of these Articles of Incorporation are as follows:

Patrick R. Steier
81 Satinwood Lane
Palm Beach Gardens, FL 33410

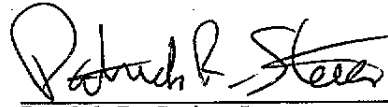
ARTICLE VIII

ADDITIONAL PROVISIONS

The following additional provisions for the regulation of the business and for the conduct of the affairs of the corporation and creating, dividing, limiting, and regulating the powers of the corporation, its stockholders, and Directors are hereby adopted as a part of these Articles of Incorporation.

1. The Board of Directors from time to time shall determine whether and to what extent, and at what times and places, and under what conditions and regulations, the accounts and books of the Corporation, or any of them, shall be opened to the inspection of the stockholders, and no stockholder shall have the right to inspect any account or document of the corporation except as conferred by a statute or authorized by the Board of Directors or by resolution of the stockholders.
2. No person shall be required to own, hold, or control stock in the corporation as a condition precedent to holding an office in the corporation.
3. Except as otherwise provided by law, the Directors may prescribe a method or methods for replacement of lost certificates, and may prescribe reasonable conditions by way of security upon the issuance of new certificates therefor.
4. This corporation shall indemnify any officer or director, and any former officer or director to the full extent provided by law. This corporation may provide such indemnification, or a portion thereof, through the purchase of insurance.
5. The power to adopt, alter, and repeal Bylaws shall be in the Board of Directors of the corporation or in the stockholders; Bylaws adopted by the Board of Directors may be altered or repealed by the stockholders and vice versa, except that the stockholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, amended, or repealed by the Board of Directors.

IN WITNESS WHEREOF, the undersigned, has made and subscribed these Articles of Incorporation in Palm Beach County, Florida, for the uses and purposes aforesaid this 26th day of October, 2000.



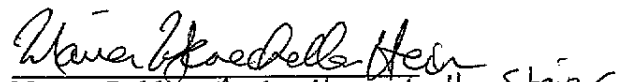
Patrick R. Steier, Incorporator

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH))

BEFORE ME the undersigned authority, personally appeared before me Patrick R. Steier, who being by me first duly sworn, declared that he is the person who signed the foregoing Articles of Incorporation, as an organizational member, and he further verified that the statements contained therein are true to the best of his knowledge and belief.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in Palm Beach County, Florida, this 26 day of October, 2000.



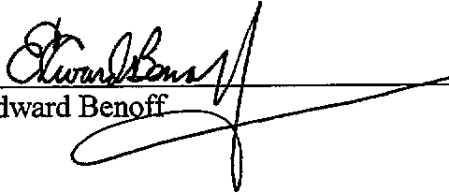

Notary Public: Maria Menechella-Steier
I am a Notary Public in the State
Of Florida with a Commission
Number of CC642198 and my
Commission expires 04-27-01.

ACCEPTANCE BY REGISTERED AGENT

In pursuance of Chapter 607, Florida Statutes, the following is submitted in compliance with said Act: WWW.KITCHENSDESIGNED.COM, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Palm Beach County, State of Florida, has named the following as its agent to accept service of process within this state:

Edward Benoff
1004 Bedford Avenue
Palm Beach Gardens, FL 33410

THE UNDERSIGNED HEREBY accepts its appointment as Registered Agent of the aforesaid Corporation. We are familiar with, and accept, the obligations of, Section 607.0505 of the Florida Statutes.


Edward Benoff

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TALLAHASSEE, FLORIDA