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FISHER & BUTTS, LLP

5703 SW 91<sup>st</sup> Terrace, Suite D  
Gainesville, Florida 32608  
Phone (352) 373-5922  
Fax (352) 373-5923

December 12, 2000

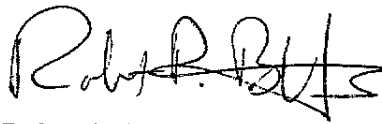
Division of Corporations  
Florida Department of State  
P. O. Box 6327  
Tallahassee, Florida 32314

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-12/19/00--01035--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Dear Sir or Madam:

Please find enclosed, Articles of Incorporation for The Apple Tree, Inc., as well as the Acceptance of Registered Agent. Also enclosed is \$ 70.00 for filing the Articles and \$ 8.75 for a Certified Copy of the Articles. Please mail the copy to the above address. Thank you.

Sincerely yours,



Robert P. Butts

Enclosures: Articles  
Acceptance  
Check

FILED  
00 DEC 19 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

g/12/27

**ARTICLES OF INCORPORATION**

**OF**

**Cabinetry by Design, Inc.**

**FILED**  
**00 DEC 19 PM 2:07**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE I. CORPORATE NAME.**

The name of the corporation is Cabinetry by Design, Inc.

**ARTICLE II. ADDRESS OF PRINCIPAL OFFICE.**

The street address of the principal office of this corporation is:

2305 NE 11<sup>th</sup> Terrace  
Gainesville, Florida 32609

The mailing address of the principal office of this corporation is:

2305 NE 11<sup>th</sup> Terrace  
Gainesville, Florida 32609

**ARTICLE III. NATURE OF BUSINESS AND POWERS.**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE IV. CAPITAL STOCK.**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is one hundred (100,000) shares of common stock having a par value of \$ 1.00 per share..

**ARTICLE V. TERM OF EXISTENCE.**

This corporation shall exist perpetually commencing upon the filing of these articles.

**ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.**

The name and address of the registered agent of this Corporation is:

Robert P. Butts  
Fisher & Butts, LLP  
5203 SW 91<sup>st</sup> Terrace  
Gainesville, Florida 32608

The Board of Directors may, at its discretion, move the Registered Office to any other address in the State of Florida.

## ARTICLE VII. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by amending the By-Laws adopted by the stockholders, but shall never be less than one (1).

## ARTICLE VIII. INITIAL DIRECTOR.

The name and address of the initial directors of this Corporation is:

Leo F. Tardiff  
4324 SW 71<sup>st</sup> Terrace  
Gainesville, Florida 32608

Marc Hebert  
2305 NE 11<sup>th</sup> Terrace  
Gainesville, Florida 32609

The person named as initial director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

## ARTICLE IX. INCORPORATOR.

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Leo F. Tardiff  
4324 SW 71<sup>st</sup> Terrace  
Gainesville, Florida 32608

## ARTICLE X. 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 stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## ARTICLE XI. BYLAWS.

The power to adopt, alter, amend or repeal By-Laws is vested in the Board of Directors and the shareholders.

## ARTICLE XII. RESTRICTIONS ON TRANSFER OF STOCK.

Shares of capital stock of this Corporation shall be issued initially to the following person and in the amount set opposite their name:

Leo F. Tardiff	100 shares
Marc Hebert	100 shares

Shares held by the initial shareholder listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders of to the Corporation. The price and terms of which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this Corporation.

#### ARTICLE XIII. STOCK ENDORSEMENT.

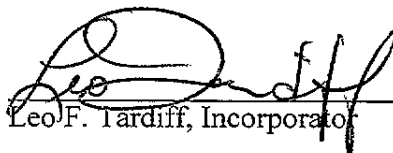
Each share of stock issued subject to these bylaws shall be endorsed as follows:

"Transfer, pledge, hypothecation, sale, assignment, gift, or other disposition of this stock is restricted by an article of the bylaws of this company, a copy of which is on file at the office of the Corporation."

#### ARTICLE XIV. INDEMNIFICATION.

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

In witness whereof, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on the 17<sup>th</sup> day of December, 2000.

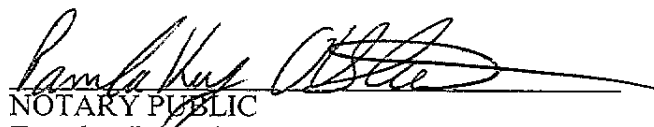
  
Leo F. Tardiff, Incorporator

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 17<sup>th</sup> day of December, 2000, by Leo F. Tardiff, who is personally known to me or who produced a Florida Driver's License for identification.



Pamela Kay O'Steen  
MY COMMISSION # CC713945 EXPIRES  
May 5, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

  
NOTARY PUBLIC  
Typed or Printed name: \_\_\_\_\_  
Commission number: \_\_\_\_\_  
Commission expires: \_\_\_\_\_

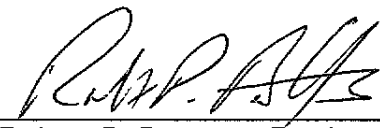
This document prepared by:

Robert P. Butts  
Fisher & Butts, LLP  
5703 SW 91<sup>st</sup> Terrace  
Gainesville, Florida 32608

**ACCEPTANCE OF REGISTERED AGENT**

**Cabinetry by Design, Inc.**

HAVING BEEN NAMED as Registered Agent to Accept Service of Process for **Cabinetry by Design, Inc.**, at the place designated in this certificate, I hereby agree to act in such capacity; further, I AGREE TO COMPLY with all the provisions of all statutes relative to the proper and complete performance of my duties as Registered Agent.



Robert P. Butts, as Registered Agent  
5203 SW 91<sup>st</sup> Terrace, Suite D  
Gainesville, Florida 32608

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