

CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.) Worden's Art + Frame, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

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3.)
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SPECIAL INSTRUCTIONS

ARTICLES OF INCORPORATION
FOR
WORDEN'S ART & FRAME, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation is

WORDEN'S ART & FRAME, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 2131 NE 33RD ST., Lighthouse Point, FL 33064.

ARTICLE III - DIRECTOR(S)

The name(s) and address(es) of the initial director(s) are

D/S/T - Donald Worden
D/P - Alice Worden
2131 NE 33RD ST.
Lighthouse Point, FL 33064

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ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent for this corporation is William F. Sullivan, 2211 E. Sample Rd., Ste. 204, Professional Bldg., Lighthouse Point, FL 33064.

ARTICLE VI - INCORPORATOR

The name and address of the incorporator for this corporation is Corporate Access, Inc., 236 East 6th Ave., Tallahassee, Florida 32303.

The undersigned incorporator has executed these Articles of Incorporation this 2nd day of February, 2001.



Corporate Access, Inc.
President - Danny Bennett

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is

WORDEN'S ART & FRAME, INC.

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The name and address of the registered agent is

William F. Sullivan

Portley and Sullivan

2211 E. Sample Road, Suite 204

Lighthouse Point, Fl 33064

Having been named registered agent for the stated corporation, I hereby accept the appointment as registered agent and am familiar with and accept the obligations of my position.


SIGNATURE