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FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 12, 2001

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

Re: HOLL'S CABINETS, INC.

700003705437--9  
-02/15/01--01033--023  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

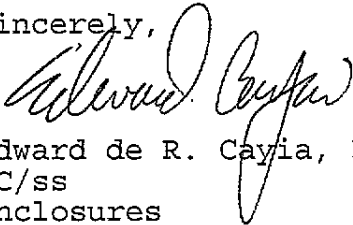
Dear Sir or Madam:

Enclosed herewith please find the Articles of Incorporation for the above-referenced corporation, and my operating account check in the amount of \$78.75 covering the various fees.

Please forward a certified copy of the Articles, and the Charter Number to this office at the above address.

Thank you for your attention to this matter.

Sincerely,



Edward de R. Cayia, P.A.  
EC/ss  
Enclosures

ARTICLES OF INCORPORATION

OF

HOLL'S CABINETS, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of the corporation shall be HOLL'S CABINETS, INC.

ARTICLE II. TERM OF EXISTENCE

The corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation.

ARTICLE III. PURPOSE

This corporation is organized to manufacture, buy, sell, and otherwise deal in cabinetry parts and materials of every nature and description, and to do any and all acts necessary to the fulfillment of such endeavors.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 value stock.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 510 N.E. 28<sup>th</sup> Court, Pompano Beach, FL 33064. The name of the initial registered agent of this corporation at that address is HOLLY LEVINSON.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The

number of Directors may be either increased or diminished from time to time according to the ByLaws. The names and addresses of the initial Directors of the corporation are: HOLLY LEVINSON and WILLIAM LEVINSON at 510 N.E. 28<sup>th</sup> Court, Pompano Beach, FL 33064.

#### ARTICLE VII. INCORPORATION

The name and address of the person signing these Articles of Incorporation is as follows: HOLLY LEVINSON at 510 N.E. 28<sup>th</sup> Court, Pompano Beach, FL 33064.

#### ARTICLE VIII. BYLAWS

The power to adopt, alter, amend or repeal the ByLaws shall be vested in the Board of Directors and shareholders.

#### ARTICLE IX. RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall not be resold or otherwise transferred to other persons unless such shares are first offered to the initial shareholders of the corporation. The price, terms, and time within which such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

#### ARTICLE X. CALLING OF SPECIAL MEETING

Special meetings of shareholders may be called by written notice delivered to each shareholder three (3) business days prior to the meeting date.

#### ARTICLE XI. SHAREHOLDER QUORUM AND VOTING

Sixty six percent (66%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum of a

meeting of shareholders. If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

**ARTICLE XII. MANAGEMENT OF CORPORATION BY DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation, shall be managed under the direction of the Board of Directors.

**ARTICLE XIII. DIRECTORS' TERMS**

The shareholders of this corporation shall be entitled to remove any Director from office during his term.

**ARTICLE XIV. DIRECTOR QUORUM AND VOTING**

Two (2) Directors shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of the Directors present shall be the act of the Board of Directors.

**ARTICLE XV. MEETING BY CONFERENCE TELEPHONE**

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone, as provided by law.

**ARTICLE XVI. ACTION BY DIRECTORS WITHOUT A MEETING**

The Directors of this corporation may take action by written consent, as provided by law.

**ARTICLE XVII. INDEMNIFICATION**

This corporation shall indemnify all officers or Directors or

any former officer or Director, to the full extent permitted.

**ARTICLE XVIII. AMENDMENT**

This corporation reserves the right to amend or repent any provision in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 12 day of <sup>FEB.</sup>~~January~~, 2001.

X H. Levinson  
HOLLY LEVINSON, Incorporator

STATE OF FLORIDA     )  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me on this 12 day of <sup>FEB.</sup>~~January~~, 2001, by HOLLY LEVINSON, who ~~identified herself~~ by personally known, without an oath.



Sandra Scott  
Commission # CC 792853  
Expires NOV. 23, 2002  
BONDED THRU  
ATLANTIC BONDING CO., INC.

X Sandra Scott  
Notary Public - State of Florida  
at Large

My commission expires:

The undersigned, having been named as Registered Agent to accept Service of Process for HOLL'S CABINETS, INC., at 510 N.E. 28<sup>th</sup> Court, Pompano Beach, FL 33064, does hereby agree to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the complete and proper performance of her duties.

X H. Levinson  
HOLLY LEVINSON, Reg. Agent