

# P01000033468

Department of State  
Division of Corporations  
409 East Gaines St.  
Tallahassee, FL 32399

Re: Incorporation of **BELLA INDOORS, INC.**

900003330019--0  
-03/29/01--01096--007  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

To whom it may concern:

Please find enclosed the following documents in connection with the incorporation of the above referenced company:

1. The Articles of Incorporation.
2. A check in the amount of \$78.75 to cover the following items: (a) \$35.00 for filing fee; (b) \$8.75 for one certified copy of the Certificate of Incorporation; and (c) \$35.00 for designation of registered agent;
3. Two copies of the executed Articles of Incorporation, one of which is to be certified and returned.
4. Completed designation of registered agent form to be placed on file with the Department of State.

Thank you for your assistance in this matter. Should you have any questions or comments regarding this matter, please call me at 904 295-1409.

Sincerely,



Jeanette T. Gregor  
Incorporator

**FILED**  
01 MAR 29 AM 9:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**of**

**BELLA INDOORS, Incorporated**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator, being a natural person competent to contract, subscribes to these Article of Incorporation to form a corporation under the laws of the State of Florida.

**I. NAME**

The name of the corporation is BELLA INDOORS, INC., and its principle place of business is 1335 Fleming Avenue, #64, Ormond Beach, FL 32174.

**II. PURPOSE**

The purpose for which the corporation is organized is to provide interiorscaping services, and any other lawful purpose.

**III. DURATION**

The term of existence of the corporation is perpetual.

**IV. CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding is 1000, all of which shall be common shares with a par value of \$.01 per share.

**V. REGISTERED OFFICE**

The street address of the initial registered office of the corporation in this State is 1335 Fleming Avenue, #64, Ormond Beach, FL 32174. The initial registered agent at the registered office is Jeanette T. Gregor.

**VI. INCORPORATOR**

The name and post office address of the incorporator is:

Jeanette T. Gregor  
P.O. Box 9414  
Daytona Beach, FL 32120

**VII. DIRECTORS**

The Board of Directors shall initially consist of one (1) Director, The number of Directors may be either increased or diminished from time to time by the Board of Directors or the shareholders in accordance with the By-Laws of this corporation. The name and address of the initial Board of Directors are:

Jeanette T. Gregor, Chairman  
P.O. Box 9414  
Daytona Beach, FL 32120

VIII Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of the corporation.

ARTICLE IX Amendment to Articles

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 shareholders, and approved at a shareholders meeting by a majority of the stock issued and entitled to be voted, unless all the Directors and all the shareholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

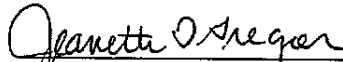
ARTICLE X By-Laws

The power to adopt, alter, amend or repeal By-Laws of this corporation shall be vested in the Board of Directors and the Shareholders.

ARTICLES XI Preemptive Rights

Every shareholder, upon the sale of any additional stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

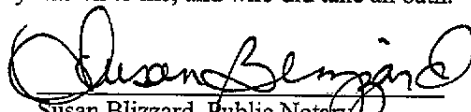
IN WITNESS WHEREOF, I have hereunto subscribed my name this 28 day of 3, 2001.

  
Jeanette T. Gregor, Incorporator

STATE OF FLORIDA)  
COUNTY OF VOLUSIA)

The foregoing instrument was acknowledged before me this 28 day of 3, 2001 by Jeanette T. Gregor, who is personally known to me, and who did take an oath.

Signature of Notary

  
Susan Blizzard, Public Notary  
My Commission Expires:



Susan Blizzard

My Commission CC805713

Expires February 1, 2003

CERTIFICATE DESIGNATING REGISTERED AGENT  
FOR THE SERVICES OF PROCESS WITHIN THIS STATE

Pursuant to the Florida General Corporation Act, the following is submitted, in compliance with said Act:

**BELLA INDOORS, INC.**, desiring to organize as a corporation under the laws of the State of Florida with its registered office at 1335 Fleming Avenue, #64, Ormond Beach, FL 32174, has named JEANETTE T.GREGOR, located at the above registered office, as its Registered Agent to accept service of process within this state.

**ACKNOWLEDGEMENT;**

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further agree to comply with the provisions of said Act relative to keeping open said office.

By: Jeanette T. Gregor  
Jeanette T. Gregor, Registered Agent

Date: March 28, 2001

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA