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May 3, 2001

EMPIRE

MIAMI, FL

SUBJECT: DREAM CLOSETS, INC.

Ref. Number: W01000010020

We have received your document for DREAM CLOSETS, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 301A00026340

ARTICLES OF INCORPORATION

OF

DREAM CLOSETS OF SOUTH FLORIDA,

The undersigned incorporator, for the purpose of forming a Corporation under the Florida General Corporation Act, Chapter 607 of the Florida Statues, hereby adopts the following Articles of Incorporation:

ARTICLE ONE

CORPORATE NAME

The name of the Corporation shall be:

DREAM CLOSETS OF SOUTH FLORIDA, INC.

ARTICLE TWO

DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the Corporation has authority to issue, is 500 Shares, all of which shall be common Shares with \$ 1.00 Par value.

ARTICLE FIVE

PLACE OF BUSINESS

The street address of the principal place of business is 3047 NW 26 Street Lauderdale Lakes, FL 33311

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the Corporation is

3047 NW 26 Street Lauderdale Lakes, FL 33311

and the name of the initial registered agent at such address is

Roman Demianczyk

ARTICLE SEVEN

BOARD OF DIRECTORS

The number of members of the Board of Directors may be changed from time to time as provided by the By-Laws of the Corporation as adopted by the stockholders; but, in no event, shall the Board of Directors consist of less than one (1) member at any time.

ARTICLE EIGHT

INITIAL DIRECTORS

The initial Board of Directors shall consist of one (1) member who shall hold office until the first annual meeting of the Corporation and whose name and address is as follows:

Roman Demianczyk 3047 NW 26 Street Lauderdale Lakes, FL 33311

ARTICLE NINE

INCORPORATOR

The name and address of each incorporator executing the Articles of Incorporation is as follows:

Roman Demianczyk 3047 NW 26 Street Lauderdale Lakes, FL 33311

ARTICLE TEN

COMMENCEMENT DATE

The Corporation shall be deemed to commence its existence upon the date the Charter Number is assigned to the Corporation by the Secretary of the State of Florida.

IN WITNESS WHEREOF, I have subscribed my name as Incorporator of the Corporation this 1st Day of Mov , 2000.

STATE OF FLORIDA)

COUNTY OF BROWARD)

BE IT REMEMBERED that on this day, before me, a Notary Public, duly authorized in the State and County named above to take acknowledgments, personally appeared Roman Demianczyk, to me known so be the person described as Incorporator in the foregoing Articles of Incorporation, and he/she acknowledged before me that he/she executed said Articles of Incorporation.

WITNESS my hand and official seal in Coral Springs, Florida this 1 st day of May, 2000.

My Commission Expires:

OFFICIAL NOTARY SEAL
KELLI SWIFT
COMMISSION NUMBER
C C692205
MY COMMISSION EXPIRES
OCT 27.2001

Notary Public State of Florida

CERTIFICATE OF DESIGNATING RESIDENT

AGENT FOR SERVICE OF PURPOSE

Pursuant to Chapter 48.091, Florida Status, the undersigned hereby designates Roman Demianczyk as its Resident Agent to accept service of process within this State.

Incorporator

The undersigned hereby accepts the foregoing designation of Resident Agent for service of process with the State of Florida, and agrees to comply with the provisions of the law applicable to said designation.

Agent

