

PO1000088638

Graffworks, Inc.

Graffworks Fine Custom Cabinets

1500 S.W. 30th Avenue
Bay #11
Boynton Beach, FL 33426

FILED
01 SEP -5 PM 1:08

RECEIVED
DEPT. OF STATE
TALLAHASSEE, FLORIDA

September 3, 2001

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

Re: Graffworks, Inc.

500004571485--9
-09/06/01--01015--004
*****87.50 *****87.50

Dear Sir/Madam:

Enclosed please find one (1) original and one (1) copy of the Articles of Incorporation for Graffworks, Inc. and a check in the amount of \$87.50. This fees covers the filing fee, certified copy and certificate of status.

I have also enclosed a self addressed federal express return envelope for the certified copy. Should you have any additional questions or concerns, please feel free to contact me during the day at (561) 994-8572. Also, please note that the certified copy is being sent to me at N.B.D. Development, Inc., 301 Yamato Road, Suite 3191, Boca Raton, FL 33431. My husband is unable to move into his space till we obtain the insurance certificate which will take a little time. But it is imperative that we get the articles filed before someone else uses the name.

Again, please feel free to call me should you need to.

Very truly yours,

Graffworks, Inc.



Debra A. Graff
Vice President

Debra A. Graff GAVE
AUTHORIZATION BY PHONE TO
CORRECT Album + RIA certificate
DATE 9/10/01
DOC. EXAM Debra Brown

Enclosures

D. BROWN SEP 11 2001

**ARTICLES OF INCORPORATION
OF
GRAFFWORKS, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a Corporation under the laws of the State of Florida.

ARTICLE I

The name and principal place of business/ mailing address of this Corporation shall be

Graffworks, Inc.
1500 S.W. 30th Avenue
Bay #11
Boynton Beach, Florida 33426

ARTICLE II

This Corporation may engage in any activity or business permitted under the laws of the State of Florida for corporations.

ARTICLE III

The Capital Stock of this Corporation, the par value thereof, and the characteristics of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>CLASS OF STOCK</u>
10,000	No Par	Common

The consideration for all of the said stock shall be payable in cash, property (real or personal), labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the Corporation.

ARTICLE IV

This Corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter, unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be located at 1500 S.W. 30th Avenue, Bay #11, Boynton Beach, Florida 33426, with the privilege of having its office and branch offices at other place within or without the State of Florida. The initial registered agent at that address shall be Brent E. Graff.

ARTICLE VI

This corporation shall have one director, with the exact number to be specified by the stockholders from time-to-time unless the stockholders shall, by a majority vote thereafter, determine that the Corporation be manage by the Stockholders.

ARTICLE VII

The name and address of the first director of the corporation who shall hold office for the first year or until his successor(s) is duly elected and qualified, shall be:

Brent E. Graff
1500 S.W. 30th Avenue
Bay #11
Boynton Beach, Florida 33426

ARTICLE VIII

The name and address of the incorporator is:

Brent E. Graff
1500 S.W. 30th Avenue
Bay #11
Boynton Beach, Florida 33426

ARTICLE IX

No contract or other transaction between this Corporation and any other corporation, and no act of this Corporation, shall in any way be affected or invalidated by the fact that the directors of this Corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Corporation, provided that the fact he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this Corporation who is also a director of such other corporation, or who is so interested, may be counted in determining the existence of quorum at any meeting of the Board of Directors of this Corporation which shall authorize any such contract or transaction with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

ARTICLE X

The private property of the Stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE XI

The Corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Florida General Corporation Act, any person made, or threatened to be made, a party to any action, suite or proceeding by reason of the fact that he (i) is or was a director of the Corporation; (ii) is or was serving at the request of the Corporation as a director of another corporation; (iii) is or was an officer of the Corporation, provided that he is or was at the time a director of the Corporation; or (iv) is or was serving at the request of the Corporation as an officer of another corporation, provided that he is or was at the time a director of the Corporation, serving at the request of the Corporation. Unless otherwise expressly prohibited by the Florida General Corporation Act. And except as otherwise provided in the foregoing sentence, the Board of Directors of the Corporation shall have the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that he is or was an officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as an officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise. No person falling within the purview of the foregoing sentence may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

ARTICLE XII

The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be repealed or amended and new By-Laws may be adopted by either the Board of Directors or the Shareholders.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida under the laws of Florida, make and file these Articles of Incorporation, hereby certifying and declaring that the facts stated herein are true, and hereunto set my hand and seal this 4th day of September, 2001.

Brent E. Graff
Brent E. Graff, Incorporator

I HEREBY ACCEPT THE DESIGNATION AS
REGISTERED AGENT.

Brent E. Graff
Brent E. Graff, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA