

P01000114/58  
HINSHAW & CULBERTSON

BELLEVILLE, ILLINOIS  
CHAMPAIGN, ILLINOIS  
CHICAGO, ILLINOIS  
CRYSTAL LAKE, ILLINOIS  
JOLIET, ILLINOIS  
LISLE, ILLINOIS  
PEORIA, ILLINOIS  
ROCKFORD, ILLINOIS  
SPRINGFIELD, ILLINOIS  
WAUKEGAN, ILLINOIS

SUITE 800  
THE FIRST UNION FINANCIAL CENTER  
200 SOUTH BISCAYNE BLVD.  
MIAMI, FLORIDA 33131-2310

305.358.7747

TELEFAX 305.577.1063

FILED

01 NOV 28 PM 3:05

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SAN FRANCISCO, CALIFORNIA  
FT. LAUDERDALE, FLORIDA  
JACKSONVILLE, FLORIDA  
MIAMI, FLORIDA  
TAMPA, FLORIDA  
MUNSTER, INDIANA  
MINNEAPOLIS, MINNESOTA  
ST. LOUIS, MISSOURI  
APPLETON, WISCONSIN  
BROOKFIELD, WISCONSIN  
MILWAUKEE, WISCONSIN

November 26, 2001

FILE NO.

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

500004696815--7  
-11/28/01--01044--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Incorporation of Elegante Kitchen and Bath, Inc.

Dear Sir/Madam:

EFFECTIVE DATE

11-26-01

Enclosed for filing are the Articles of Incorporation of the above-captioned corporation. Also enclosed is a check in the amount of \$78.75, payable to the Secretary of State, to cover the required filing fees and a certified copy. Please return a certified copy of the Articles to me in the enclosed self-addressed envelope. Should you have any questions, please do not hesitate to contact me.

Sincerely,

  
Patricia M. Arias

PMA/  
Enclosure

J. BRYAN DEC - 3 2001

**ARTICLES OF INCORPORATION  
OF  
ELEGANTE KITCHEN & BATH, INC.**

FILED  
01 NOV 28 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida:

**ARTICLE I**

**NAME**

The name of the corporation is ELEGANTE KITCHEN & BATH, INC.

**ARTICLE II**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

EFFECTIVE DATE  
11-26-01

The corporation shall exist perpetually. The corporation shall commence existence on November 26, 2001.

**ARTICLE III**

**NATURE OF BUSINESS**

The purpose of this corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The maximum number of shares which this corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a par value of \$.10 per share.

**ARTICLE V**

**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation in the State of Florida is 5841 Southwest 73<sup>rd</sup> Street, Miami, Florida and the name of the initial registered agent of this corporation at that address is Ricardo Fernandez.

ARTICLE VI

PRINCIPAL OFFICE

The initial principal place of business and mailing address of this corporation shall be 5841 Southwest 73<sup>rd</sup> Street, Miami, Florida.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is Patricia M. Arias, 200 South Biscayne Blvd., Suite 800, Miami, Florida, 33131.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than five. The name and address of the director constituting the initial Board of Directors is:

<u>Name</u>	<u>Address</u>	<u>Position</u>
Ricardo Fernandez	5841 Southwest 73 <sup>rd</sup> Street Miami, Florida	Director

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

**IN WITNESS THEREOF**, the undersigned incorporator has executed these Articles of Incorporation this 24<sup>th</sup> day of Nov, 2001.

  
\_\_\_\_\_  
Patricia M. Arias

**CERTIFICATE OF REGISTERED AGENT  
OF  
ELEGANTE KITCHEN & BATH, INC.**

Pursuant to Section 607.0501 and 607.0505 of the Florida Statutes, the following is submitted, in compliance therewith:

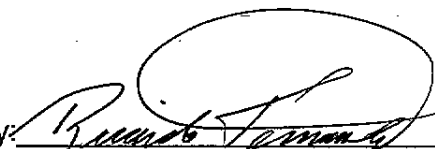
That ELEGANTE KITCHEN & BATH, INC. , desiring to organize under the laws of the State of Florida, has named Ricardo Fernandez, 5841 Southwest 73<sup>rd</sup> Street, Miami, Florida, County of Miami-Dade, State of Florida, agent to accept service of process within the State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent, including the obligations provided in Florida Statutes Section 607.0505.

DATED this 26 day of NOV., 2001.

By:

  
Ricardo Fernandez

FILED  
01 NOV 28 PM 3:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA