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LAW OFFICES  
**BOUTWELL & CONNICK**  
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
P.O. BOX 1186  
411 EAST HILLSBORO BOULEVARD  
DEERFIELD BEACH, FL 33441

ROBERT E. BOUTWELL, P.A.  
A. THOMAS CONNICK, P.A.

TELEPHONE: (954) 428-0300  
FACSIMILE: (954) 428-6306

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 FEB 05 AM 9:21

January 30, 2002

900004863939--8  
-02/04/02--01048--017  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: INSTANT UPHOLSTERY LIMITED, INC.

Dear Ladies/Gentlemen:

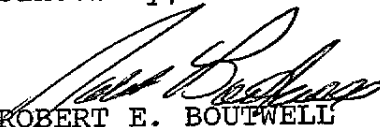
Enclosed please find the following with reference to the above corporation:

1. Original and one copy of Articles of Incorporation.
2. Original and one copy of Certificate Designating Resident Agent.
3. Check in the amount of \$78.75 to cover the Charter Tax, Filing Fee, Certified Copy of Articles of Incorporation and Resident Agent Fee.

Please file the originals and return a certified copy to me.

If you have any questions, please contact me.

Sincerely,

  
ROBERT E. BOUTWELL

REB/mn  
Enclosures

bc  
2/11

W 2 3914



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 11, 2002

ROBERT E BOUTWELL  
P O BOX 1186  
DEERFIELD BEACH, FL 33441

SUBJECT: INSTANT UPHOLSTERY LIMITED, INC.  
Ref. Number: W02000003914

We have received your document for INSTANT UPHOLSTERY LIMITED, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6904.

Freida Chesser  
Corporate Specialist  
New Filings Section

Letter Number: 702A00008240

ARTICLES OF INCORPORATION

OF

INSTANT UPHOLSTERY LIMITED, INC.

The undersigned hereby enters into these Articles Incorporation for the purpose of establishing a corporation in accordance with the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be INSTANT UPHOLSTERY LIMITED, INC.

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation may engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

The total authorized capital stock of this corporation shall be One Thousand (1,000) shares of common stock at a par value of one (\$1.00) dollar per share, fully paid and non-assessable.

ARTICLE V

The street address of this corporation's initial principal office is as follows:

12201 NW 35<sup>th</sup> St.  
Coral Springs, FL 33065

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TALLAHASSEE, FL  
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ARTICLE VI

The business of the corporation shall be conducted by a Board of Directors, the number of members of which shall, except for the initial Board, be determined by the Bylaws, but shall never be fewer than one (1).

ARTICLE VII

The initial Board of Directors shall consist of two (2) members. The name and address of the initial Board of Directors, who shall hold office for the first year of the corporation's existence or until his or her successor is elected and has qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jerry J. Frederick	12201 NW 35 <sup>th</sup> St. Coral Springs, FL 33065
Joseph G. Marazino	12201 NW 35 <sup>th</sup> St. Coral Springs, FL 33065

ARTICLE VIII

The name and street address of the Incorporators of this corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Jerry J. Frederick	12201 NW 35 <sup>th</sup> St. Coral Springs, FL 33065
Joseph G. Marazino	12201 NW 35 <sup>th</sup> St. Coral Springs, FL 33065

ARTICLE IX

The initial Bylaws of this corporation shall be adopted by the Directors. The Bylaws may be amended from time to time by either the stockholders or the Directors, but the Directors may not alter or amend any Bylaw adopted by the stockholders.

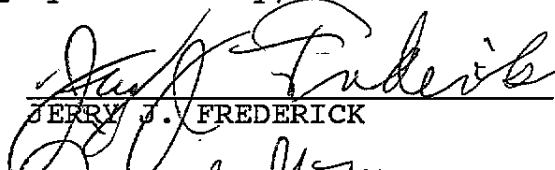
ARTICLE X

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and any right of the stockholders of this corporation is subject to this reservation.

ARTICLE XI

~~In accordance with Florida Statutes 607.167, the effective date for commencement of corporate existence shall be immediately upon the signing of these Articles of Incorporation.~~ JGF  
JGM

IN WITNESS WHEREOF, the Incorporator hereto has hereunto affixed his hand and seal this 23 day of January, 2002.

  
JERRY J. FREDERICK

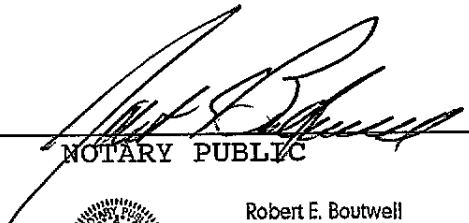
  
JOSEPH G. MARAZINO

STATE OF FLORIDA        )

COUNTY OF BROWARD     )

BEFORE ME, the undersigned authority, personally appeared JERRY J. FREDERICK and JOSEPH G. MARAZINO, to me well known to be the persons described in and who executed the foregoing Articles of Incorporation, and he produced a Florida Drivers Licence and acknowledged before me that they signed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal in Deerfield Beach, Florida, this 23 day of January, 2002.

  
NOTARY PUBLIC



Robert E. Boutwell  
MY COMMISSION # CC701691 EXPIRES  
March 6, 2002  
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

INSTANT UPHOLSTERY LIMITED, INC.

a corporation organized (or organizing) under the laws of the State of Florida with it's principal office at 12201 NW 35th St. in the City of Coral Springs, County of Broward State of Florida, has named Jerry J. Frederick, located at: 8559 NW 28th Ct.

(Street Address & Number of Bldg., P.O. Box address not acceptable)  
City of Coral Springs, County of Broward  
State of Florida, as its agent to accept service of process within this state.

OFFICERS:

NAME	TITLE	SPECIFIC ADDRESS
<u>Jerry J. Frederick</u>	<u>(P)</u>	<u>12201 NW 35th St.</u> <u>Coral Springs, FL 33065</u>
<u>Joseph G. Marazino</u>	<u>(S)</u>	<u>12201 NW 35th St.</u> <u>Coral Springs, FL 33065</u>
<u>Jerry J. Frederick</u>	<u>(T)</u>	<u>12201 NW 35th St.</u> <u>Coral Springs, FL 33065</u>
<u>Joseph G. Marazino</u>	<u>(V) -P</u>	<u>12201 NW 35th St.</u> <u>Coral Springs, FL 33065</u>

DIRECTORS:

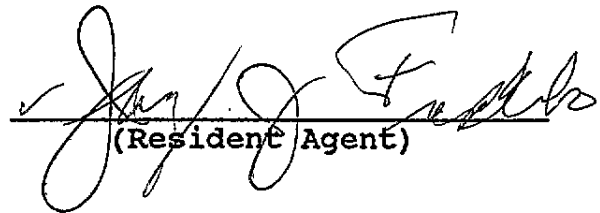
	SPECIFIC ADDRESS
<u>Jerry J. Frederick</u>	<u>12201 NW 35th St.</u> <u>Coral Springs, FL 33065</u>
<u>Joseph G. Marazino</u>	<u>12201 NW 35th St.</u> <u>Coral Springs, FL 33065</u>

By   
(corporate officer)

**ACCEPTANCE:**

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by Law.

Filing fee: \$3.00

  
(Resident Agent)

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
02 FEB 15 AM 8:21