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Law Office of Terence Matthews

Chartered

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Bradenton, Florida 34207

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August 21, 2002

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, FL 32301

400007336064--2

-08/26/02--01042--010

\*\*\*\*122.50 \*\*\*\*\*78.75

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2002 AUG 26 AM 10:02

FILED

Re: Affordable Window Treatments, Inc.

Dear Ladies:

Please find enclosed the original and a duplicate copy of the Articles of Incorporation of this proposed corporation and the Acceptance of the Registered Agent.

Will you kindly endorse your approval of the Articles of Incorporation, certify and return same to us at your earliest convenience.

I am enclosing a check payable to your order in the sum of \$122.50 to cover the following:

Filing Fee	35.00
Certified Copy	52.00
Registered Agent Certification	<u>35.00</u>
TOTAL	122.50

Thank you for your attention to this matter.

Sincerely,

*Cheryl Todt*

Cheryl Todt  
Legal Assistant to  
Terence Matthews

68-28-2

**ARTICLES OF INCORPORATION**

**OF**

**AFFORDABLE WINDOW TREATMENTS, INC.**

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**ARTICLE I--NAME and PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is AFFORDABLE WINDOW TREATMENTS, INC. and its principal place of business is 1707 1st Street East, Unit 104, Bradenton, Florida, 34208.

**ARTICLE II--DURATION**

This corporation shall exist perpetually.

**ARTICLE III--PURPOSE**

This corporation is organized for the purpose of any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV-POWERS**

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE V-CAPITAL STOCK**

This corporation is authorized to issue 1,000 shares of common stock having a par value of one (1) dollar per share.

**ARTICLE VI-PREEMPTIVE RIGHTS**

Every shareholder shall have the right to purchase his pro-rata share of any new stock of this corporation of the same kind, class or series as that which he already holds at the price at which it is offered to all other stockholders.

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

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ARTICLE VII--INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial registered office of this corporation is 1707 1st Street East, Unit 104, Bradenton, Florida, 34208, and JOHN A. LINNEMAN, III.

ARTICLE VIII-MANAGEMENT BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation will be managed under the direction of the shareholders of this corporation; the act of stockholders representing the majority of the outstanding shares of the corporation entitled to vote, represented in person or proxy, shall be entitled to one vote in person or by proxy for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the stockholders for the management of the business of the corporation.

ARTICLE IX--INCORPORATORS

The name and address of the person signing these Articles is JOHN A. LINNEMAN, III, 1707 1st Street East, Unit 104, Bradenton, Florida 34208.

ARTICLE X-BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the shareholders.


ARTICLE XI-INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XII-AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 20th day of August, 2002.

 L.S.  
JOHN A. LINNEMAN, III

STATE OF FLORIDA  
COUNTY OF MANATEE

Before me, a notary public authorized to take acknowledgment in the state and county set forth above, personally appeared JOHN A. LINNEMAN, III, known to me and known by me to be the persons signing these Articles of Incorporation, and acknowledged before me that he executed these Articles of Incorporation freely.

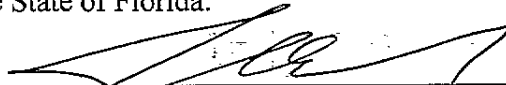
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 20th day of August, 2002.



  
Notary Public State of Florida


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

Pursuant to Section 48.091, Florida Statutes, the following is submitted: that  
AFFORDABLE WINDOW TREATMENTS, INC. desiring to organize under the laws of  
the State of Florida with its principal office, as indicated in the Articles of Incorporation,  
in the City of Bradenton, County of Manatee, State of Florida, has named  
JOHN A. LINNEMAN, III, County of Manatee, State of Florida, as its  
agent to accept service of process within the State of Florida.

  
JOHN A. LINNEMAN, III, Incorporator

ACKNOWLEDGEMENT

Having been named to accept service of process for the above named corporation,  
the place designated in this Certificate, I hereby accept such appointment and agree to act  
in this capacity, and agree to comply with the provision of law relating to keeping said  
office open.

  
JOHN A. LINNEMAN, II, Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA