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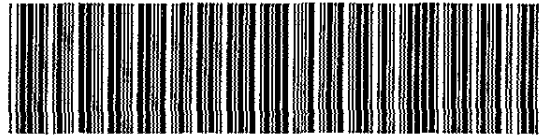
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TALLAHASSEE FLORIDA

Bagdes & Bagdes

Attorneys at Law

407 North Wild Olive Avenue
Daytona Beach, FL 32118

Fabian Bagdes
Mary-Ellen Bagdes

386-258-7171
Fax 386-258-7441

November 5, 2003

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: CABINETS BY L & R, INC.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$78.75 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,



Fabian Bagdes

Enclosures

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
CABINETS BY L & R, INC.

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

ARTICLE ONE
NAME

The name of the corporation is CABINETS BY L & R, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to manufacture, reface and install cabinets for profit.

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 one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The address of the principal office of the corporation is: 1124 State Street, Holly Hill, Florida 32117. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 1124 State Street, Holly Hill, Florida 32117, and the name of the initial registered agent at such address is Richard F. Dudenhoeffer.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Richard F. Dudenhoeffer	1338 Bayberry Bunnell, FL 32110
Phat T. Lee	1479 Valencia Avenue Daytona Beach, FL 32117

ARTICLE NINE
INCORPORATORS

The names and addresses of the incorporators are:

Richard F. Dudenhoeffer	1338 Bayberry Bunnell, FL 32110
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Phat T. Lee

1479 Valencia Avenue
Daytona Beach, FL 32117

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Richard F. Dudenhoeffer
President

1338 Bayberry
Bunnell, FL 32110

Phat T. Lee
Vice-President/Treasurer

1479 Valencia Avenue
Daytona Beach, FL 32117

ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, we have signed our names this 5th day of November, 2003.


Richard F. Dudenhoeffer


Phat T. Lee

STATE OF FLORIDA
COUNTY OF VOLUSIA

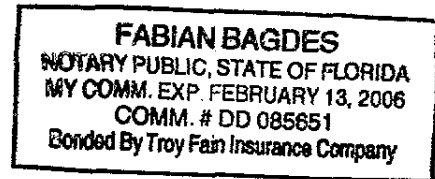
On this 5th day of November, 2003, before me, the undersigned authority, appeared RICHARD F. DUDENHOEFFER, who is personally known to me or who has produced FL driver's license as identification; and, PHAT T. LEE, who is personally known to me or who has produced FL driver's license as identification, and whose names are subscribed to the within instrument and having been duly sworn they acknowledged that they executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.



Notary Signature

Seal:



NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

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TALLAHASSEE FLORIDA

The following is submitted in compliance with Chapter 48 Florida Statutes.

CABINETS BY L & R, INC., a corporation organizing under the laws of the State of Florida, with its principal office at 1124 State Street, in the City of Holly Hill, County of Volusia, in the State of Florida, has named Richard F. Dudenhoeffer, who is located at 1124 State Street, Holly Hill, Florida 32117, as its registered agent to accept service of process within the State.

DIRECTOR:

Richard F. Dudenhoeffer

Phat T. Lee

ADDRESS:

1338 Bayberry
Bunnell, FL 32110

1479 Valencia Avenue
Daytona Beach, FL 32117

ACCEPTANCE:

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


Richard F. Dudenhoeffer