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DEPARTOR OF CORPORATION TALLAHASSEE FLORIDA

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ATTORNEYS' TITI	LE		
Requestor's Name			
1965 Capital Circle NE,	Suite A		
Address			
Tallahassee, Fl 32308	850-22	<u>2-2785</u>	
City/St/Zip	Phone #		
CORPORATION NAME(	S) & DOCU	MENT NUMBER(S	S), (if known):
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### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

November 4, 2004

ATTORNEYS' TITLE

SUBJECT: RAYGOR INTERIORS, INC.

Ref. Number: W04000040572

We have received your document for RAYGOR INTERIORS, 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 registered agent and street address must be consistent wherever it appears in your document.

You must list the corporation's principal office and/or a mailing address in the document.

An effective date <u>may</u> be added to the Articles of Incorporation <u>if a 2005 date is needed</u>, otherwise the date of receipt will be the file date. <u>A separate article must be added to the Articles of Incorporation for the effective date.</u>

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) 245-6928.

Tim Burch Document Specialist New Filings Section

Letter Number: 804A00063384

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DEFAR CORPORATIONS
DIVISION OF STATE STAT

#### ARTICLES OF INCORPORATION

**OF** 

#### RAYGOR INTERIORS, INC.

THE UNDERSIGNED SUBSCRIBERS TO THESE ARTICLES OF INCORPORATION EACH COMPETENT AS AN INCORPORATOR PURSUANT TO THE PROVISIONS OF SECTIONS 607.0201, FLORIDA STATUTES, DESIRING TO ASSOCIATE FOR THE PURPOSE OF FORMING A CORPORATION PURSUANT TO CHAPTER 607, FLORIDA BUSINESS CORPORATION ACT AND PURSUANT TO THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, LIABILITIES, PRIVILEGES AND IMMUNITIES OF A CORPORATION FOR PROFIT, DO HEREBY CERTIFY AS FOLLOWS:

#### ARTICLE I. NAME OF CORPORATION

The name of the corporation is and shall be:

RAYGOR INTERIORS, INC.

## 04 NOV -9 PM 1: 06 SECRETARY OF STATE TALLAHASSEE, FLORIDA

#### ARTICLE II. GENERAL PURPOSE OF CORPORATION

The general purposes for which this corporation is organized are as follows:

(1) The transaction of any and all lawful business for which corporations may be organized to transact under Chapter 607, Florida Business Corporation Act.

#### ARTICLE III. PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation shall be at 750 East Sample Road, Building One, Bay No. 1, Pompano Beach, Florida 33064.

#### ARTICLE IV. REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of the corporation shall be at 450 East Las Olas Boulevard, Suite Number 800, Fort Lauderdale, Florida 33301-2223; and, the Registered Agent at that office shall be Larry L. Adair.

#### ARTICLE V. INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be three (3) and the names and address of each person who is to serve as a member thereof is as follows:

NAME OF DIRECTOR

**ADDRESS** 

RAY CESSNA

4150 Northeast 27<sup>th</sup> Avenue Lighthouse Point, Florida 33064

**PAUL GORSKI** 

2601 South Course Drive Unit Number 211 Pompano Beach, Florida 33069

#### ARTICLE VI. CAPITAL STOCK

There shall be only one (1) class of shares. The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time shall be as follows:

#### ONE HUNDRED THOUSAND (100,000) SHARES

of
COMMON STOCK
With a Par Value of \$1.00 Per Share
[the "Common Stock"]

#### ARTICLE VII. STATED CAPITAL AND INITIAL STOCK SUBSCRIPTION

The amount of capital with which the corporation shall commence business shall be not less than One Thousand And No/100 (\$1,000.00) Dollars. Each Incorporator named hereinafter agrees to purchase the number of shares stated for the consideration shown:

NAME OF INCORPORATOR	NUMBER OF SHARES	CONSIDERATION
RAY CESSNA	500	\$500.00
PAUL GORSKI	500	\$500.00

#### ARTICLE VIII. INCORPORATORS

The name and address of each incorporator is as follows:

NAME OF INCORPORATOR

**ADDRESS** 

RAY CESSNA

4150 Northeast 27th Avenue

Lighthouse Point, Florida 33064

PAUL GORSKI

**2601 South Course Drive** 

**Unit Number 211** 

Pompano Beach, Florida 33069

#### ARTICLE IX. NUMBER OF DIRECTORS

The Board of Directors of the corporation shall consist of the number of directors serving on the initial board of directors. The number of directors of the corporation may be changed from the number of directors serving on the initial board of directors at any time in accordance with the By-Laws of the corporation.

#### ARTICLE X. EXERCISE OF CORPORATE POWERS

All corporate powers shall be exercised by or under authority of, and the business and affairs of the corporation shall be managed under the direction of the board of directors.

#### ARTICLE XI. QUALIFICATION AND COMPENSATION OF DIRECTORS

Directors need not be residents of the State of Florida or shareholders. The compensation of the members of the board of directors shall be fixed by the board of directors.

#### ARTICLE XII. REMOVAL OF DIRECTORS

Any or all directors may be removed in accordance with the provisions of Section 607.0808, Florida Statutes.

#### ARTICLE XIII. EXECUTIVE COMMITTEES

The board of directors, by resolution adopted by a majority of the full board of directors, may designate from among its members, an executive committee and one or more committees, each of which to the extent provided in such resolution, shall have any may exercise all of the authority of the board of directors, except such acts set forth in Section 608.0825, Florida Statutes.

#### ARTICLE XIV. ACTION BY DIRECTORS WITHOUT A MEETING

Any action which may be taken at a meeting of the directors or a committee thereof may be taken without a meeting, provided that a consent in writing setting forth the action so to be taken, signed by all of the directors or all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the board of directors or of the committee.

#### ARTICLE XV. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles Of Incorporation may be amended at any time in accordance with the provisions of Section 607.1003, Florida Statutes.

#### ARTICLE XVI. GENERAL POWERS

This corporation shall have all powers which a corporation of this nature under the laws of the State of Florida may legally exercise, including but not limited to all of those powers enumerated and set forth in Section 607.0302, Florida Statutes.

#### ARTICLE XVII. OFFICERS

The officers of this corporation shall consist of a president, a secretary and a treasurer, each of whom shall be elected by the board of directors in the manner and at the time prescribed in the by-laws of the corporation. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the board of directors or chosen in such other manner as may be prescribed by the by-laws. Any two or more offices may be held by the same person.

#### ARTICLE XVIII. DURATION OF CORPORATION EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law; corporate existence shall commence upon the filing of these Articles Of Incorporation by the Department of State.

IN WITNESS WHEREOF, we have hereunto set our hand and seal this 2 day of November, 2004. **INCORPORATORS:** STATE OF FLORIDA **COUNTY OF BROWARD** I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by RAY CESSNA, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did not take an oath. WITNESS my hand and official seal in the County and State last aforesaid this day of November, 2004.

My Commission Expires:

#### STATE OF FLORIDA

#### COUNTY OF BROWARD

My Commission Expires: 12/2-3/06

I HEREBY CERTIFY that	on this day, before me, an officer duly authorized in the
State aforesaid and in the Coun	ty aforesaid to take acknowledgments, the foregoing
instrument was acknowledged befo	re me by PAUL GORSKI, who is personally known to me
or who has produced	as identification and who did not take an oath.
WITNESS my hand and off	icial seal in the County and State last aforesaid this 2
day of November, 2004.	MOTOR PUDITIC
	NOTARY PUBLIC Printed Name: Lyaza L. Honora

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT FOR SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That RAYGOR INTERIORS, INC., a Florida corporation, 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 Pompano Beach, Broward County, Florida, has named LARRY L. ADAIR, located at 450 East Las Olas Boulevard, Suite Number 800, Fort Lauderdale, Florida 33301-2223, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT**

Having been so 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, and agree to comply with the provisions of said Act relative to keeping open said office.

ARRY ADAIR Registered Agent