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B. McKnight AUG 16 2007

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Custom Workroom, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

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____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

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____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

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____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

**ARTICLES OF INCORPORATION
OF
CUSTOM WORKROOM, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation organized under the laws of the State of Florida, by and under the provisions of the Statutes of said State providing for the formation, liability, rights, privileges and immunities of a corporation.

ARTICLE I

(Name)

The name of this corporation shall be: CUSTOM WORKROOM, INC.

ARTICLE II

(Duration)

The corporation is to commence its corporate existence on the date of filing these Articles of Incorporation with the Florida Department of State and shall exist perpetually thereafter until dissolved according to law.

ARTICLE III

(Purpose)

The general nature of the business to be transacted by this corporation is as follows:

To carry on the business of upholstering all kinds of furniture, seats, and any other thing in any and every material that may be used therefor; to cane chairs and other furniture; to repair, overhaul and reconstruct furniture of all kinds; to buy, sell, and generally deal in silk, tapestry, leather, imitation leather, and other materials used in upholstering.

To deal in upholsterers' tools, equipment and supplies of every kind and nature, including upholsterers' fabrics of all kinds, trimmings, coverings, slip covers, springs, webbing, bags, nails, binding, rings, tape, cushions, cotton, canvas, leather, leather substitutes, tapestry, and every other

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thing used in said business.

To engage in any other lawful activity or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE IV

(Stated Capital)

The corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

Each outstanding share shall be entitled to one (1) vote on each matter submitted to a vote at a meeting of the shareholders.

The shares of stock may be issued for such consideration, having a value not less than the par value of the shares issued therefor, as is determined from time to time by the Board of Directors, to be paid, in whole or in part, in cash or other property, tangible or intangible, or in labor or services actually performed for the corporation. Shares may not be issued until the full amount of the consideration therefor has been paid. Thereafter, such shares shall be deemed to be fully paid and non-assessable.

ARTICLE V

(Preemptive Rights)

Every Shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his or her prorata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

(Board of Directors)

All corporate powers shall be exercised by and under the authority of, and the business affairs of the corporation shall be managed under the direction of, the Board of Directors.

The corporation shall have two (2) directors initially. The number of directors may thereafter be increased or decreased from time to time in accordance with the Bylaws of the

corporation.

The names and street addresses of the members of the first Board of Directors, the President, Vice President, Secretary and Treasurer who, subject to the Bylaws of the Corporation, shall hold office for the first year of the existence of the corporation, or until their successors are elected or appointed and have qualified are as follows:

NAME	ADDRESS	POSITION
MICHAEL TARASYUK	2029 NW 8th Terrace Cape Coral, FL 33993	President
LESLIE A. TARASYUK	2029 NW 8th Terrace Cape Coral, FL 33993	V. President/ Secretary/ Treasurer

ARTICLE VII

(Principal Office)

The principal office and mailing address of this corporation is 2029 NW 8th Terrace, Cape Coral, Florida 33993.

ARTICLE VIII

(Initial Office and Registered Agent)

The initial street address of the office of the corporation is 2029 NW 8th Terrace, Cape Coral, Florida 33993.

The name of the initial Registered Agent of this corporation at that office is MICHAEL TARASYUK.

ARTICLE IX

(Incorporator)

The names and street addresses of the persons signing these Articles of Incorporation are:

MICHAEL TARASYUK
2029 NW 8th Terrace
Cape Coral, FL 33993

LESLIE A. TARASYUK
2029 NW 8th Terrace
Cape Coral, FL 33993

ARTICLE X

(Bylaws)

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders, but the Board of Directors may not alter, amend or repeal any Bylaws adopted by the Shareholders if the Shareholders provide that the Bylaws shall not be altered, amended or repealed by the Board of Directors.

ARTICLE XI

(Amendment)

These Articles of Incorporation may be amended at any time by a vote of the majority of the voting stock of the corporation outstanding, at any regular meeting of the Shareholders or at any special meeting of the Shareholders called for that purpose.

ARTICLE XII

(Special/Regular Meetings)

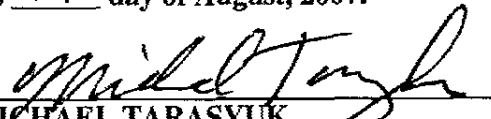

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone, as provided by law, but regular meetings of the Board of Directors must be attended in fact, in person by each Director.

ARTICLE XIII

(Miscellaneous)

No person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.


IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid this 14 day of August, 2007.


MICHAEL TARASYUK

LESLIE A. TARASYUK

STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that before me, the undersigned authority, fully authorized to administer oaths and take acknowledgments, appeared MICHAEL TARASYUK AND LESLIE A. TARASYUK, personally known to me to be the persons who made and who subscribed the foregoing Articles of Incorporation and who acknowledged executing the same for the uses and purposes therein contained.

WITNESS my hand and official seal this 14th day of August, 2007.


Notary Public



FRANK J. ALOIA
MY COMMISSION # DD 431111
EXPIRES: June 28, 2009
Bonded Thru Budget Notary Services

ACCEPTANCE BY REGISTERED AGENT

MICHAEL TARASYUK, Registered Agent, having been named to accept service of process for the above stated corporation, at place designated in these Articles of Incorporation, hereby accepts to act in this capacity and agrees to comply with the provisions of said Act relative to keeping open said office.


MICHAEL TARASYUK

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