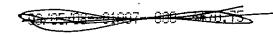
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SECRETARY OF STATE

TILED

#### LAW OFFICES

### FRANK J. GRECO, P.A.

A FLORIDA PROFESSIONAL ASSOCIATION 4047 HENDERSON BOULEVARD TAMPA FLORIDA 33629 TELEPHONE: (813) 287-0550

> FAX: (813) 289-5331 Email: tpagreco1@aol.com

> > March 3, 2008

Secretary of State State of Florida Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

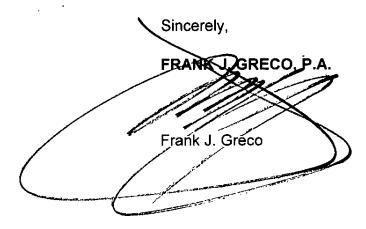
Re: Wall 2 Wall Interiors, Inc.

Dear Sir or Madam:

Enclosed please find the articles of incorporation for the above referenced corporation. Also enclosed is a check in the amount of \$78.75 to cover the fees, plus one certificate of good standing.

In addition to the above, upon filing, please send me a copy of the articles of incorporation in the self addressed fed-ex envelope enclosed.

Should you have any questions regarding the above, please contact me immediately.



FJG/jmb Enclosures ARTICLES OF INCORPORATION

OF

WALL 2 WALL INTERIORS, INC.

FILED

2008 MAR -5 PH 4: 52

SECRETARY OF STATE TALL AHASSEE, FLORID.

THE UNDERSIGNED HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA.

ARTICLE I

<u>NAME</u>

The name of this corporation is WALL 2 WALL INTERIORS, INC.

ARTICLE II

<u>PURPOSE</u>

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

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100,000 shares of common stock of 1.00 Dollar per share par value.

ARTICLE IV

**DURATION** 

This corporation is to exist perpetually, and its existence is to commence on the date of executor hereon.

ARTICLE V

PRINCIPAL OFFICE AND REGISTERED AGENT

The principal office and mailing address of the corporation shall be located at 15522 Woodway Drive, Tampa, Florida 33613.

The name and street address of the initial registered agent of the corporation in the State of Florida is: Frank J. Greco, P.A. 4047 Henderson Boulevard, Tampa, Florida 33629. The Board of Directors may, from time to time, appoint a substitute registered agent and move the registered office or the principal office, or both, to any other address in the State of Florida.

#### **ARTICLE VI**

#### INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) or more director(s) as provided by the By-Laws. The initial board of directors are, as follows:

NAME

**ADDRESS** 

Mary Ann Cappadoro, 15522 Woodway Drive, Tampa, Florida 33613

**ARTICLE VII** 

#### **INCORPORATOR**

The name and address of the incorporator of this corporation is:

NAME

**ADDRESS** 

Mary Ann Cappadoro, 15522 Woodway Drive, Tampa, Florida 33613

#### ARTICLE VIII

#### **INDEMNIFICATION**

The corporation shall indemnify all directors and officers, whether or not then in office, who are or become a party, or are threatened to be made a party, to any threatened, pending or completed action, suit or proceedings, whether civil, criminal, administrative or investigative by reason of the fact that such person is or was a director or officer, or is or was serving at the request of the corporation as an officer or director against expenses (including attorneys' fees, including hourly charges for paralegals and other staff members operating under the supervision of an attorney, whether at trial or appeal), judgments, fines and amounts paid in settlement actually and

reasonably incurred by such person in connection with such action, suit or proceeding, including any appeal thereof to the fullest extent permitted by law.

#### ARTICLE IX

#### **BY-LAWS**

The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend or repeal the By-Laws or adopt new By-Laws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

#### **ARTICLE X**

#### **AMENDMENT**

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, is reserved to the Board of Directors and the Shareholders as specified under the laws of Florida.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed, as Incorporator,

by: Mary Ann Cappadoro.

Dated this <u>3</u> day of March 2008

Mary Ann Cappadoro

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this \_\_\_\_ day of \_\_\_\_\_

2008, by Mary Ann Cappadoro, who is personally known to me or who has produced

\_\_\_ as identi<del>fic</del>ation.

Printed Name:

Notary Public

My Commission Expires:

Serial Number:

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

In pursuance of The Florida Business Corporation Act ("Act") and Chapter 48, Florida Statutes, the following is submitted, in compliance with said Act:

First -- That WALL2 WALL INTERIORS, INC., desiring to organize under the laws of the State of Florida with its principal place of business 15522 Woodway Drive, Tampa, Florida 33613, Hillsborough County, Florida, has named Frank J. Greco, P.A., located at 4047 Henderson Boulevard, Tampa, Florida, 33629, as its agent to accept service of process within this state.

Mary Ann Cappadoro

Incorporator

#### **ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

Ffank Greco
Registered Agent

Ffank Greco
Registered Agent