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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-21-08  
80-12-1

DIVISION OF CORPORATIONS  
P.O.Box 6327  
Tallahassee, Fl., 32314

SUBJECT:

RE: WALLY'S UPHOLSTERY, INC.

Dear Sirs:

Find enclosed original and one copy of  
the Articles of Incorporation and filing  
fees.....\$78.75 MONEY ORDER.

PLEASE REMIT INCORPORATION DOCUMENT TO :

FRED F. BUZAN

P.O.Box 271691

Tampa, Fl., 33688

(813) 312.2735

Thank You. ....



ARTICLES OF INCORPORATION  
OF  
WALLY'S UPHOLSTERY, INC.

THE UNDERSIGNED, acting as Incorporator of the WALLY'S UPHOLSTERY, INC., under Chapter 607 of the Florida Statutes, hereby adopts the following ARTICLES OF INCORPORATION for such Corporation:

ARTICLE I  
NAME

The name of the Corporation shall be:  
WALLY'S UPHOLSTERY, INC.

ARTICLE-II  
DURATION

The duration of the Corporation is perpetual.

ARTICLE III  
GENERAL PURPOSES

The purpose of the Corporation is to engage in any acts or activities for which a Corporation may be organized under Chapter 607 of the Florida Statutes.

ARTICLE IV  
SHARES

The aggregate number of shares which the Corporation shall have authority to issue is One Hundred Thousand (100,000.) consisting of a single class of common stock, One Dollar (\$1.00) per share.

ARTICLE V  
PRINCIPAL OFFICE

The address of the principal office of the Corporation is:

5241 Crafts Street  
New Port Richey, Fl 34652-4223

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ARTICLE VI

INITIAL REGISTERED AGENT

The address and name of the initial Registered Agent of the Corporation will be:

FREDERIC F. BUZAN  
19007 N. US Highway 41  
Lutz, Florida 33549-4204

ARTICLE VII

INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors of the Corporation is one (1). The number of Directors may be increased or decreased from time to time but in no event shall the number of Directors be less than one (1). The name and address of the person who is to serve as initial Director until the first annual meeting of the Shareholders of the Corporation or until such successor Directors are elected and shall qualify are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JIM GRINER	5241 Crafts Street New Port Richey, Fl 34652

ARTICLE VIII

PREEMPTIVE RIGHTS GRANTED

Each Shareholder of this Corporation shall be entitled to full preemptive rights for purchase of any non-issued or treasury shares of the Corporation.

ARTICLE IX

INCORPORATOR

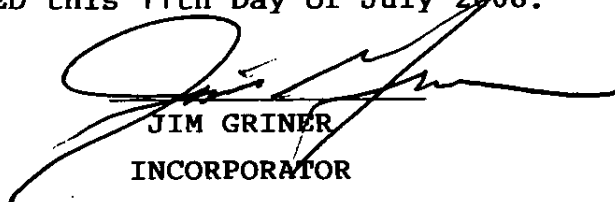
The name and address of the Incorporator of the Corporation is:

JIM GRINER  
5241 Crafts Street  
New Port Richey, Florida 34652-4223

ARTICLE X  
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these ARTICLES OF INCORPORATION or any AMENDMENT HERETO, and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, these Articles have been signed by  
THE UNDERSIGNED this 11th Day of July 2008.

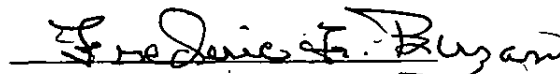
  
JIM GRINER  
INCORPORATOR

ACCEPTANCE OF APPOINTMENT BY  
INITIAL RESIDENT AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article VI of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity.

THE UNDERSIGNED, hereby states that he is familiar with and hereby accepts the obligations set forth in Section 607.325, Florida Statutes, and THE UNDERSIGNED will further comply with any other provisions of law made applicable to him as REGISTERED AGENT OF THE CORPORATION.

Dated this 11th day of July 2008

  
FREDERIC F. BUZAN  
REGISTERED AGENT