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ATTORNEYS AND COUNSELORS AT LAW

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1450 STATE ROAD 434 WEST
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LONGWOOD, FLORIDA 32750
TELEPHONE (407) 830-9191
FAX # (407) 830-9049

January 24, 1995

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

500001390805
-01/26/95--01118--002
****122.50 ****122.50

Re: Incorporation of SPECIALTY MILLWORK, INC.

Dear Sirs:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-named corporation, together with my check in the amount of \$122.50. Please return to the undersigned a date stamped copy of the Articles of Incorporation and a Certificate of Incorporation.

Very truly yours,


R. EDWARD COOLEY

REC:jal
Encl.

BOB
4195-8743
P95-14350

2/22/95
Re Mr. Cooley, change
corp. name.
BOB

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 31, 1995

R. EDWARD COOLEY, ESQ.
1450 STATE RD. 434 W.
SUITE 200
LONGWOOD, FL 32750

SUBJECT: SPECIALTY MILLWORK, INC.
Ref. Number: W95000002143

We have received your document for SPECIALTY MILLWORK, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

In reviewing our records, we note there is a(n) SPECIALTY MILLWORK, INC., Document number H52904, which was involuntarily or administratively dissolved.

Because of the similarities between the dissolved corporation and the one you are now seeking to file with us, and because it is our duty to assure that all fees due this office in accordance with section 607.0130(2)(c), Florida Statutes, are collected, we are returning the articles of incorporation unfilled and must request you reinstate the dissolved corporation by completing the enclosed reinstatement application and submitting it with the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year for the years 1990 through the current year, \$138.75 supplemental fee for the years 1992 forward. The total fee to file the reinstatement is \$1097.50, therefore, there is a balance of \$975.00 due. Add an additional \$8.75 for each certificate of status requested.

Please return 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 (904) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 195A00003972

SHEPHERD, McCABE AND COOLEY

ATTORNEYS AND COUNSELORS AT LAW

JAMES E. SHEPHERD
WILLIAM J. McCABE
R. EDWARD COOLEY

February 16, 1995

1450 STATE ROAD 114 WEST
SUITE 100
LONGWOOD, FLORIDA 32750
TELEPHONE (407) 830-9191
FAX # (407) 830-9049

Brendolyn Bruton
Corporate Specialist
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Specialty Millwork, Inc.
Ref. Number: W95000002143
Letter Number 195A00003972

Dear Ms. Bruton:

Upon receipt of your letter dated January 31, 1995 you may recall that we called concerning the same and spoke with yourself, Doris McDuffy and Karen Byer. Ms. Byer suggested we write a letter of explanation relative to why the corporation was abandoned. This corporation was abandoned because it was sued in approximately 1989 by an individual named Traweek alleging that he had a copyright on Specialty Millwork, Inc. Rather than continue to use the name and incur possible future damage if Traweek were correct in his case the corporation was abandoned and a new corporation was established. The name of the new corporation was Specialty Mall Interiors, Inc. and it was incorporated on July 15, 1987. That corporation continues in existence and has annually paid it's corporate fees. It was a successor in interest to Specialty Millwork, Inc.

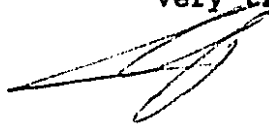
The new corporation which articles were submitted is another separate corporation which will bear the name of the original corporation, Specialty Millwork, Inc. but has substantially different shareholders, officers, and directors. As your records should reflect the original corporation had officers and directors known as William Bergin and Russell Bergin, Jr. The new proposed corporation which will use the old corporations name has officers and directors of Eileen Bergin, Theresa Saley, and William J. Bergin. It is a separate and distinct entity and is not a continuation of the old business and, in fact, has been formed for a separate business purpose.

In view of the fact that a separate corporation was established to continue the business of the original Specialty Millwork, Inc., for which the annual fees have been paid it is evident that the State has received the monies to which it is entitled. The fact that one of the original incorporators of the

Brendolyn Bruton
February 16, 1995
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original Specialty Millwork has formed a new venture with two relatives and requested the use of that original name, which is now in the public domain should not be abridged. Accordingly, we are resubmitting the Articles of Incorporation to request that they be issued.

Very truly yours,

A handwritten signature in dark ink, appearing to be 'R. Edward Cooley', written in a cursive style with a long horizontal stroke extending to the left.

R. EDWARD COOLEY

REC:cw
Enc.

**ARTICLES OF INCORPORATION OF
SPECIALTY MILLWORK,^{#1} INC.**

The undersigned subscriber to the Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation will be SPECIALTY MILLWORK,^{#1} INC. and the principal place of business of the corporation shall be 2715 N. Orange Blossom Tr., Orlando, FL 32804.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 5,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV. REGISTERED AGENT NAME AND ADDRESS

The street address of the initial registered agent of the corporation is 1450 SR 434 West, Suite 200, Longwood, Florida 32750 and the name of the initial registered agent of the corporation is R. EDWARD COOLEY.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and four directors initially. The name and street address of the initial

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officer(s) and director(s) who shall hold office for the first year of the corporation, or until his successor is elected or appointed, is:

EILEEN BERGIN P/D
2715 N. Orange Blossom Tr., Orlando, FL 32804

THERESA SALEY S/T/D
2715 N. Orange Blossom Tr., Orlando, FL 32804

WILLIAM J. BERGIN VP/D
2715 N. Orange Blossom Tr., Orlando, FL 32804

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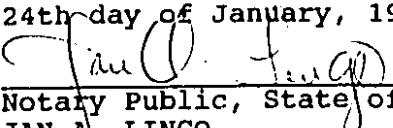
ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is R. EDWARD COOLEY, 1450 SR 434 West, Suite 200, Longwood, Florida 32750.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 24TH day of January, 1995.


R. EDWARD COOLEY

Sworn to and subscribed before me this
24th day of January, 1995.


Notary Public, State of Florida
JAN A. LINGO
My commission expires:
Personally known A OR Produced Identification _____
Type of Identification Produced _____



JAN A. LINGO
MY COMMISSION # CC 217599 EXPIRES
July 30, 1996
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as registered agent for said corporation.


R. EDWARD COOLEY