

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____

Regular _____

One Day Service

Two Day Service

To us via _____

Return via _____

Matter No.: _____

Express Mail No. _____

State Fee \$ _____

Our \$ _____

RE: Hospitality ArchitecturalProducts, Inc.

C.C. FEE.

DISBURSED

Capital Connection_____
Filing Office_____
Corp. Record Search_____
Ltd. Partnership File_____
Foreign Corp. File_____
() Cert. Copy(s)_____
Art. of Amend. File_____
Dissolution/Withdrawal_____
C U S-_____
Fictitious Name File_____
Name Reservation_____
Annual Report/Reinstatement_____
Reg. Agent Service_____
Document Filing_____
Corporate Kit_____
Vehicle Search_____
Driving Record_____
Document Retrieval_____
UCC 1 or 3 File_____
UCC 11 Search_____
UCC 11 Retrieval_____
File No.'s, _____ Copies_____
Courier Service_____
Shipping/Handling_____
Phone ()_____
Top Priority_____
Express Mail Prep._____
FAX ()

pgs.

SUBTOTALS _____

FEE..... \$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID..... \$

BALANCE DUE..... \$

REQUEST

TAKEN

CONFIRMED

APPROVED

DATE _____

TIME _____

BY AAK

CK No. _____

WALK-IN

Will Pick Up 2-24-11

Please remit invoice number with payment

TERMS: NET 10 DAYS FROM INVOICE DATE

1 1/2% per month on Past Due Amounts

Past 30 Days, 18% per Annum.

THANK YOU

from

Your Capital Connection

ARTICLES OF INCORPORATION
OF
HOSPITALITY ARCHITECTURAL PRODUCTS, INC.
A Florida Corporation

FILED
95 FEB 24 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I
NAME

The name of this Corporation is HOSPITALITY ARCHITECTURAL PRODUCTS, INC., a Florida corporation.

Article II
TERM OF EXISTENCE

Pursuant to the provisions of Florida Statutes, the existence of the Corporation shall commence upon filing of these Articles. The Corporation shall have perpetual existence thereafter unless dissolved pursuant to Florida Statutes.

Article III
NATURE OF BUSINESS

This Corporation is organized for the following purposes:

- (a) To engage in any and all lawful business.

Article IV
POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with

real or personal property or any interest therein, wherever situated.

- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the fullest extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned and invested.
- (j) To conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this State, for the administration and regulation of the affairs of the Corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

- (o) To pay pensions and establish pension plans, profit-sharing plans, stock bonus plans, and other incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V
Principal Office

The principal office and mailing address of this corporation shall be 1747 Independence Boulevard, Unit 6E, Sarasota, Florida 34234.

ARTICLE VI
Capital Stock

This Corporation is authorized to issue ONE HUNDRED (100) shares of common stock.

ARTICLE VII
Initial Registered Office and Agent

The street address of the initial Registered Office of this Corporation is 1800 Second Street, Suite 803, Sarasota, Florida 34236, and the name of the initial Registered Agent of this Corporation at that address is STEPHANIE A. REINICKE, ESQUIRE.

ARTICLE VIII
Directors

This Corporation shall have two (2) Directors initially. The number of Directors may be increased from time to time by the Bylaws but shall never be less than one (1) director and no more than five (5) Directors. The name and address of the initial

Directors of this Corporation who shall serve until their successors are duly elected and qualified are:

<u>NAME</u>	<u>ADDRESS</u>
BOB ARAGONA	1747 Independence Blvd., Unit 6E Sarasota, FL 34234
FRANK NUTTALL	1747 Independence Blvd., Unit 6E Sarasota, Florida 34234

ARTICLE IX
Subscriber

The name and street address of the Incorporator signing these Article of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
STEPHANIE A. REINICKE	1800 Second Street, Ste. 803 Sarasota, Florida 34236

ARTICLE X
Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE XI
Indemnification

The Corporation shall indemnify any Director or Officer, or any other former director or officer, to the full extent permitted by law.

ARTICLE XII
Mortgage or Pledge of Assets

The mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of a corporation for the

purpose of securing the payment of performance of any contract, note, bond or other obligation of the Corporation may be made upon such terms and conditions and for such consideration, which may consist in whole or in part of cash or other property, including shares, obligations or other securities of any other corporation, domestic or foreign, as shall be authorized by the Shareholders.

ARTICLE XIII
Preemptive Rights

Each Shareholder of the Corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the Corporation.

ARTICLE XIV
Removal of Directors

The Shareholders of this Corporation shall be entitled to remove any Director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XV
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

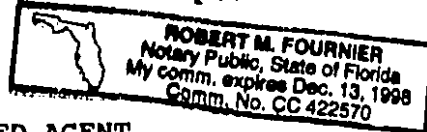
WITNESS my hand and seal at Sarasota, Florida, this 22nd day of February, 1995.


STEPHANIE A. REINICKE

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 22nd day of February, 1995, by STEPHANIE A. REINICKE, who is personally known to me or who produced personally known as identification.

Robert M. Fournier
Notary Public Signature
Printed Name Robert M. Fournier
My commission expires:



ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation; to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation) authorized to accept Service of Process at the above Florida designated address) in some conspicuous place in the office as required by law.

Stephanie A. Reinicke
STEPHANIE A. REINICKE
Registered Agent