

P95000020683

TRANSMITTAL LETTER

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

400001428584
-03-14/95--01050--016
*****70.00 *****70.00

SUBJECT: TED'S WALLCOVERING, INC.
(proposed corporate name)

Enclosed please find an original and one (1) copy of articles of incorporation
for the above corporation and check in the amount of \$

FROM:

STEVE ZABOLOTNY
c/o COMPUTeTAX, Inc.
8800 49TH ST N STE 406-5
PINELLAS PARK FL 34666
TEL: 813-545-1381

dB 3/14/95

FILED
1995 MAR 13 PM 3:00
TALLAHASSEE, FLORIDA

Note: Additional copy of articles is needed only when certified copy is requested.

**ARTICLES OF INCORPORATION
OF**

TED'S WALLCOVERING, INC.

FILED

1995 MAR 13 PM 3:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: TED'S WALLCOVERING, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

440 33RD AVENUE NORTH
ST PETERSBURG FLORIDA 33702

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 common shares/\$ 1.00 par value.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

STEVE ZABOLOTNY
8800 49TH STREET NORTH, SUITE 406-5
PINELLAS PARK, FLORIDA 34666

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of incorporator(s) to these Articles of Incorporation is(are):

TADEUSZ SKRZYPEK
440 33RD AVENUE NORTH
ST PETERSBURG FL 33702

The undersigned has(have) executed these Articles of Incorporation this

30TH day DECEMBER, 1993

X Staszko Fred President

V. President

Secretary

Treasurer

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

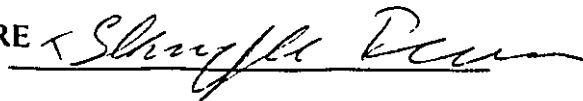
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: TED'S WALLCOVERING, INC.

2. The name and address of the registered agent and office is:

STEVE ZABOLOTNY
8800 49TH STREET NORTH, SUITE 406-5
PINELLAS PARK, FLORIDA 34666

SIGNATURE

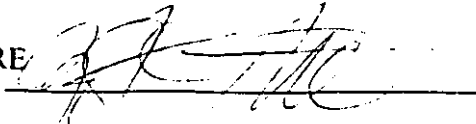


TITLE President

DATE 12/30/94

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



DATE 12/30/94

REGISTERED AGENT FILING FEE: \$35.00

FILED
1995 APR 13 PM 3:00
TALLAHASSEE, FLORIDA