

P95-000022489
TRANSMITTAL LETTER

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 8327
Tallahassee, FL 32314

TALLAHASSEE, FLORIDA

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SUBJECT: Paruolo's Interiorscape + Design, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$

\$70.00 \$78.75 \$122.50 \$131.25

FROM: Ann Marie Pinto
Name (printed or typed)

中華人民共和國郵政局
郵資票冊 一版
郵資 70.00

70.00

8131 Johnson St.
Address

Address

Pembroke Pines, FL 33024
City, State & Zip

City, State & Zip

(305) 433-5127
Daytime Telephone number

Daytime Telephone number

116 3/21/95

NOTE: Please provide the original and one copy of the articles.

ARTICLE OF INCORPORATION

OF

PARUOLO'S INTERIORSCAPE & DESIGN, INC.

FILED

1995 MAR 20 PM 12:00

ARTICLE I - NAME

TALLAHASSEE, FLORIDA

The name of the corporation is:

PARUOLO'S INTERIORSCAPE & DESIGN, INC.

ARTICLE II - DURATION

The corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a. To grow, cultivate, layer, sell, distribute, and farm plants, trees, bushes, flowers, and any other related product, for wholesale, retail and rental purposes.
- b. To manufacture, purchase or otherwise acquire, and to own and mortgage, pledge, sell, assign, and transfer or otherwise dispose of, and to invent, trade, deal in and deal with goods, wares, merchandise and other personal property of every class and description whatsoever.
- c. To buy, sell, manufacture, repair, alter and exchange, let or hire, export and deal in all kinds of articles and things which may be required for the purpose of any of the said businesses, or commonly supplied or dealt in by persons engaged in any such businesses, or which may seem capable or being profitably dealt with in connection with any of the said businesses.
- d. To guarantee, to acquire by purchase subscription or otherwise, hold for investment or otherwise, sell, assign, transfer, mortgage, pledge or otherwise dispose of the shares of the capital stock, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations of the State of Florida, or any other state or government, domestic or foreign; and while the owner of such stocks, bonds, securities or

evidences of indebtedness, to exercise all the rights, powers, and privilege of ownership, including the right to vote thereon for any and all purposes; to aid by loan, subsidy, guaranty, or in any other manner whatsoever so far as the same may be permitted in the case of corporations organized under the General Corporation Laws of the State of Florida, and corporation whose stocks, bonds, securities or other obligations are or may be in any manner and at any time owned, held, guaranteed, and to do any and all other acts, or things for the preservation, protection, improvement or enhancement in value of any such stocks, bonds, securities or other obligations; and to do all and any such acts, or things designed to accomplish any such purpose.

e. To borrow money and contract debts when necessary, for the transaction of its business or for the exercise of its corporate rights, privileges or franchise, or for any other lawful purpose of its corporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness as payable at a specified time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time, for moneys borrowed, or in payment for the property acquired, or for any of the other objects or purposes of the corporation or for any of the objects of its business; to secure the same by mortgage or mortgages, or deed or deeds of trust or pledge or other lien upon any and all of the property, rights, privileges or franchises of the corporation, wheresoever situated, acquired or to be acquired; and to confer upon the holds of any debentures, bonds or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof subject, however, to the provisions of Article III hereof.

f. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of the capital stock of, or any bonds secured or evidences of indebtedness created by any other corporation or corporations, and while owning said stock to exercise all the right to vote thereon.

g. To purchase, sell, and transfer shares of its own capital stock:

h. To do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the powers encumbered in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as principal, agent, director, trustee or otherwise, and, in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such purposes or objects of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in these Articles of Incorporation or any amendment thereof.

The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation; and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of \$1.00 par value common stock.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting powers for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding common shares.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial principal office of this corporation is: 8131 Johnson Street, Pembroke Pines, Florida 33024, and the name and address of the initial Registered Agent of this corporation and her principal address is: ANN MARIE PINTO, 8131 Johnson Street, Pembroke Pines, Florida, 33024.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished, from time to time, by the by-laws. The name and address of the initial directors of this corporation are:

ANN MARIE PINTO 8131 Johnson Street

Pembroke Pines, Florida 33024

JEAN D. PARUOLO 11760 S.W. 180th Street

Miami, Florida 33177

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles are:

ANN MARIE PINTO 8131 Johnson Street

Pembroke Pines, Florida 33024

ARTICLE IX - MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended, in fact, in person by each director.

ARTICLE X - INDEMNIFICATIONS

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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, the undersigned subscribers have executed these
Articles of Incorporation on this _____ day of _____, 1995.

Ann Marie Pinto
Ann Marie Pinto

Jean D. Paruolo
Jean D. Paruolo

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, authorized to take acknowledgments, in
the State and County set forth above, personally appeared

ANN MARIE PINTO

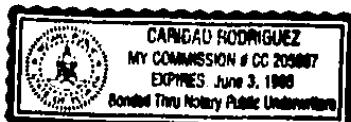
JEAN D. PARUOLO

known to me to be the persons who executed the foregoing Articles of Incorporation, and
she acknowledged before me that she executed those Articles of Incorporation for the
purposes therein stated.

WITNESS my hand and seal on this 13TH day of March, 1995.

Caridad Rodriguez
Notary Public

My Commission Expires:



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 & 317.0501, 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: Parusola's Interiorscape +
Design, Inc.

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

Ann Marie Pinto
(Name)
8131 Johnson St.
(P.O. Box not acceptable)
Pembroke Pines, FL 33024
(City/State/Zip)

1995 MAR 20 PM 12:00
TALLAHASSEE, FLORIDA
FILED
CLERK'S OFFICE

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.

Ann Marie Pinto
(Signature)

3/13/95

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL

P95000022489

1324

JOSEPH A. PARUOLO
JEAN D. PARUOLO

10/1/1995

03-11002
670

Pay to the order of: Secretary of State \$ 35 00
Thirty Five And no/10 dollars

MEGABANK
13751 SW. 152ND STREET/MIAMI, FLORIDA 33177

Memo 65-0567126

100670119806 0202027992006 1324

Jean D. Paruolo

00000016100000
10/13/95-01085-007
*****35.00 *****35.00

FILED
95 OCT 10 AM 9:54

SUPERINTENDENT OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
OCT 10 1995
SUPERINTENDENT OF STATE
TALLAHASSEE, FLORIDA

55 OCT 10 AM 9:54
SUPERINTENDENT OF STATE
TALLAHASSEE, FLORIDA

PARUOLO'S INTERIORSCAPE & DESIGN, INC.
1689 Hiatus Rd., Suite #117 Pembroke Pines, FL 33026
Dade 252-7660 Broward 433-5127 Fax 378-1083

October 1, 1995

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

Re: EIN 65-0567126

I, Jean D. Paruolo, hereby resign as Vice President of Paruolo's Interiorscape & Design, Inc., a Florida subchapter S Corporation. Enclosed please find my personal check #1324 in the amount of \$35.00 for filing fees.

Respectfully,

Jean D. Paruolo

Jean D. Paruolo

95 OCT 10 AM 9:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

P 95-224489

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of money I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Paruolo's Interiorscape Inc EIN or SS#: _____
Address: 8131 Johnson ST
Pembroke Pines FL 33024
Amount: 225.00 D. Paid 6/24/96
Reason for claim: P050000224891 Over payment

Certified true and correct this 2 day of July, 19 96.

Signature Ann Marie Pinto - Pres.

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only
Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ 225.00

The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No 970131011 dated 6/24/96

Name of Account: _____

4520213000145300000000010000

Statutory Authority for Collection: 607

It is requested that payment be made from the following account:

NAME OF ACCOUNT: _____

45202130001453000000022002000

Certified true and correct this _____ day of _____ 19 _____

Department of State, Division of Corporations
(Agency)

(Authorized Signature and Title)

6/24/96