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FAX: (305) 541-3770

(((H95000004534))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: ORSO INVESTMENTS, INC.  
FAX AUDIT NUMBER: H95000004534 CURRENT STATUS: REQUESTED  
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TALLAHASSEE, FLORIDA

*[Handwritten signature]*  
4/24

21:00:12

(8)

Articles of IncorporationOfORSO INVESTMENTS, INC.

The undersigned, the subscriber to these Articles of Incorporation, natural person competent to contract, presents these Articles for the formation of a corporation under Florida Statutes, Chapter 607, and other laws of the State of Florida.

ARTICLE I

The name of this corporation is ORSO INVESTMENTS, INC.

ARTICLE II

The general nature of the business to be transacted by the Corporation is: investment in real estate properties and 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 purposes enumerated in these Articles of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the Corporation, and in general, either alone or in association with the other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes or objects of this Corporation.

The foregoing paragraphs shall be construed as enumerating both objects and purposes of this Corporation; and it is hereby expressly provided that the foregoing enumerating of specific

Prepared by:

Mariano Solé  
782 NW 42 AVE # 340  
Miami, FL 33126  
305-441-2655  
F1841-375249

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**Orso Investments, Inc.  
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purposes shall not be held to limit or restrict in any manner the purposes of this Corporation otherwise permitted by law.

**ARTICLE III**

The maximum number of shares of stock that this Corporation has authorized to have outstanding at any one time is SIXTY (60) shares of common stock having a non-par value.

The consideration to be paid for each share shall be fixed by the Board of Directors.

**ARTICLE IV**

The amount of capital with which this Corporation will begin business shall not be less than FIVE HUNDRED (\$ 500.00) DOLLARS.

**ARTICLE V**

This corporation is to exist perpetually.

**ARTICLE VI**

The initial post office address of the principal of this Corporation in the State of Florida is 782 N.W. 42nd Avenue, Suite 340, Miami, Florida 33126. The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE VII**

This Corporation shall have one (2) directors initially. The number of directors may be increased from time to time, by new Bylaws adopted by the Stockholders, but shall never be less than one.

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**Orso Investments, Inc.  
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**ARTICLE VIII**

The names and post office address of the members of the first Board of Directors are, Luis Ortegon and Mariano Sole, 5220 N.W. 72 Avenue, Bldg. 2, Miami, FL, and 782 N.W. 42 Avenue, Suite 340, Miami, FL 33126, respectively.

**ARTICLE IX**

The names and post office address of the subscriber to these Articles of Incorporation, is: Mariano Sole, 782 N.W. 42nd Avenue, Suite 340, Miami, FL 33126.

**ARTICLE X**

The name and address of the subscriber to these Articles of Incorporation and the number of shares of stock they agree to take, and the amount of capital with which this corporation shall begin business, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
Mariano Sole	782 N.W. 42 Ave. Suite 340 Miami Florida, 33126	30	\$250.00

**ARTICLE XI**

Except as otherwise provided by law, all business affairs of the Corporation shall be conducted in compliance with general corporation practices which are characteristic of those ordinarily

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**Headquarter's Custom Cabinets, Inc.  
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relating to business corporations; all shares of stock in the Corporation shall be fully transferrable; management of the Corporation shall be fully transferrable; management of the Corporation shall be vested in the Board of Directors; liability of shareholders shall be limited to their respective interest in the stock of the Corporation; and the continuity of the Corporation shall not be affected by death, disability, retirement or sale of stock by any shareholder; provided, however, that this provision shall not prohibit the Corporation, its employees or its stockholders, from entering into such agreements relating to redemption of stock, other stock purchase agreements, or other corporate plans available to business corporations.

The Board of Directors may remove any officer, by a majority vote, at any time or without cause.

No contract or other transaction between the Corporation and any other firm, association or Corporation shall be affected or invalidated by the fact that any one or more of the Directors of the Corporation is or are interested in or is a member, director or officer or are members, directors or officers of such other firm or corporation and any Director or Directors individually or jointly may be a party or parties to or may be interested in any contract or transaction of the Corporation or in which the Corporation is interested; and no contract, act or transaction of the Corporation with any person, firm, association or corporation shall be affected

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or invalidated by the fact that any Director or Directors of the Corporation is a party or are parties to or interested in such contract, act or transaction or in any way connected with such person, firm, association or corporation, and each and every person who may become a Director of the Corporation is hereby relieved from any liability that might otherwise exist from contracting with the Corporation for the benefit of himself or any firm, association or corporation in which he may in any way be interested.

**ARTICLE XII**

This Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by Statute.

The Directors of this Corporation shall have the power to make and amend the By-Laws of the Corporation.

**ARTICLE XIII**

The shareholders of this Corporation shall have preemptive rights.

**ARTICLE XIV**

The initial Registered Agent and the address of the Registered Agent is: Mariano Sole, 782 N.W. 42nd Avenue, Suite 340, Miami, FL 33126.

Headquarter's Custom Cabinets, Inc.

(Articles of Incorporation)

Having been nominated initial Registered Agent I hereby accept said nomination.

BY:

MARIANO M. SOLE

STATE OF FLORIDA )  
 ) SS  
COUNTY OF DADE )

BEFORE ME, the undersigned authority personally appeared MARIANO M. SOLE, to me well known by reason to be her by presenting her Florida Driver's License number 5-122-953-38-127-0 and who executed this acceptance.

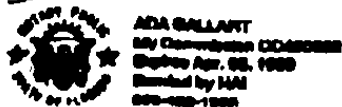
A. Capallant  
Notary Public  
NAME:  
COMMISSION NO.:

MY COMMISSION EXPIRES:

IN WITNESS WHEREOF, the undersigned, being the original incorporator to the capital stock hereinabove named, for the purpose of forming a corporation to perform services as aforesaid within the State of Florida, under the laws of the State of Florida, does make and file this instrument, hereby declaring and certifying that the facts herein stated are true, and hereto sets his hand and seal this the 28th day of April, 1995.

MARIANO M. SOLE

STATE OF FLORIDA )  
 ) SS  
COUNTY OF DADE )



BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared MARIANO M. SOLE, to me well known to be the person who executed the Certificate of Incorporation, pursuant to her Florida

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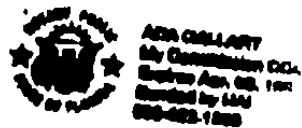
Headquarter'n Custom Cabinets, Inc.  
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License Number 3-400-553-38-112-0 and he  
acknowledged before me that he executed the same freely and  
voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 21st day of April  
1995, at Miami, Dade County, Florida.

[Signature]  
NOTARY PUBLIC, State of Florida  
NAME:  
COMMISSION NO.:

My Commission Expires:



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(These Articles of Incorporation were prepared by: Mariano Sole, Attorney at  
Law, P.A., 782 N.W. 42 Avenue, Suite 140, Miami, Florida 33126.

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