

MAY - 31 1995

H95000037286

TRANSACTIONS 95 FLORIDA DIVISION OF CORPORATIONS
5:20 PM PUBLIC ACCESS SYSTEM (((H95000005279))) ELECTRONIC FILING COVER
SHEET TO: DIVISION OF CORPORATIONS FROM: FILINGS, INC. DEPARTMENT OF
STATE 3732 NW 16TH ST STATE OF FLORIDA 409 EAST GAINES STREET
FT LAUDERDALE FL 33311- TALLAHASSEE, FL 32399 CONTACT: TERESA ROMAN
FAX: (904) 922-4000 PHONE: (904) 385-6735 FAX: (904) 385-6761
(((H95000005279))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: LASTRADA INTERIORS & FINE FURNITURE INC. FAX AUDIT NUMBER: H95000005279
CURRENT STATUS: REQUESTED DATE REQUESTED: 05/10/1995 TIME REQUESTED:
17:20:31 CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0 NUMBER OF
PAGES: 4 METHOD OF DELIVERY: MAIL ESTIMATED CHARGE: \$70.00
ACCOUNT NUMBER: 072720000101 Note: Please print this page and use it as a cover
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(((H95000005279))) ** ENTER 'M' FOR MENU. **

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EFFECTIVE DATE

5/10/95

FILED
5/11 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12:11 PM 5/11/95

MAY-10-95 WED 4:04 PM

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**ARTICLES OF INCORPORATION
OF**

LASTRADA INTERIORS & FINE FURNITURE INC.

FILED
MAY 11 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

EFFECTIVE DATE

ARTICLE I

The name of the corporation is: **LASTRADA INTERIORS & FINE FURNITURE, INC.**

ARTICLE II

The period of duration of the corporation is perpetual.

ARTICLE III

The purpose or purposes for which the corporation is organized are to engage in any activity or business permitted under the laws of the United States and of this State.

ARTICLE IV

The corporation shall have the authority to issue one thousand (1,000) shares, all of one class of Capital Stock, with a par value of \$1.00 per share.

ARTICLE V

The address of its initial registered office is 319 Southeast 14th Street, Fort Lauderdale,

This Document prepared by:
William C. Stallons, Esq., FBN 340057
319 Southeast 14th Street
Fort Lauderdale, FL 33316
Phone: (305) 425-6200

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Florida 33316, and the name of its initial registered agent at said address is WILLIAM C. STALIONS, ESQUIRE.

ARTICLE VI

The number of directors constituting its initial Board of Directors is 1, whose name and address is:

Robert Woodcox
1785 N.W. 38th Ave.
Lauderhill, FL 33311

ARTICLE VII

The name and address of the incorporator is:

William C. Stalions, Esq.
319 Southeast 14th Street
Ft. Lauderdale, Florida 33316

ARTICLE VIII

The shareholders shall have the power to adopt, amend, alter, change, or repeal the Articles of Incorporation when proposed and approved at a stockholder's meeting, with not less than a two-thirds vote of the common stock.

ARTICLE IX

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X

The holders of the common stock of this corporation shall have preemptive right to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such as the shares of the stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to that stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

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ARTICLE XI

Pursuant to §607.0123(1) Florida Statute(1993), the effective date of the commencement of corporate existence is the 10th day of May, 1995, which is the date of subscription and acknowledgment of the Articles of Incorporation. Said Articles of Incorporation are to be filed within five days after such date.

IN WITNESS WHEREOF, THE UNDERSIGNED has made and subscribed of these Articles of Incorporation at Fort Lauderdale, Florida, on the 10th day of May, 1995.


WILLIAM C. STALIONS, ESQUIRE

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority personally appeared WILLIAM C. STALIONS, ESQ., who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Fort Lauderdale, in said County and State this 10th day of May, 1995.


Notary Public, State of Florida

My Commission Expires:



HEATHER P. ADLER
MY COMMISSION EXPIRES OFFICE
JUNE 30, 1999
SIGNED THIS 10TH DAY OF MAY, 1995.

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MAY-10-35 WED 4:06 PM
#19000005379

P. 5


WILLIAM C. STALIONS, ESQ.

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority personally appeared WILLIAM C. STALIONS, ESQ., who is to me well known to be the person described in and who is named as the Registered Agent in the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he has authorized said corporation to name him as its initial Registered Agent for the purposes mentioned and set forth in Article V.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fort Lauderdale, in said County and State this 10th day of May, 1995.


Notary Public, State of Florida

My Commission Expires:



HEATHER P. ADLER
MY COMMISSION EXPIRES
JUNE 15, 1999
COUNTY OF BROWARD, FL

FILED
05 MAY 11 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

#1900006279

P95000037286

Law Office of
William C. Stalions, P.A.

William C. Stalions

319 Southeast 14th Street
Fort Lauderdale, FL 33316

Phone (954) 524-6200

Fax (954) 524-7444

November 22, 1995

Secretary of State
Florida Department of State
Corporate Division
P. O. Box 6327
Tallahassee, FL 32314

RE: LaStrada Interiors & Fine Furniture, Inc.

600001647396
-11/28/95--01081--014
*****35.00 *****35.00

Gentlemen:

Enclosed you will find the original and a copy of the Amendment of the Articles of Incorporation of La Strada Interiors & Fine Furniture, Inc. and Corporation Resolution Authorizing Name Change. You will also find attached is a check in the amount of \$35.00 made payable to the Secretary of State.

It would be appreciated your returning the stamped copies indicating acceptance of the name change to Woody by Design, Inc. to the undersigned in the pre-stamped, self-addressed return envelope which has been provided for your convenience. Should you have any questions, please do not hesitate to contact this office.

Thank you for your courtesy in this matter.

Very truly yours,

William C. Stalions
WILLIAM C. STALIONS

/hpa

Enclosures

cc: Client

(without enclosures)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 11 AM 10:43

nc
TLL DEC 11 1995

Law Office of
William C. Stalions, P.A.

William C. Stalions

319 Southeast 14th Street
Fort Lauderdale, FL 33316

Phone (954) 524-6200

Fax (954) 524-7444

December 7, 1995

Thelma Lewis
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Letter Number 495A00052582

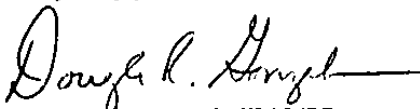
Dear Ms. Lewis:

Enclosed are the corrected corporate documents for filing with the Secretary of State for purposes of changing the name of a Florida corporation from Lastrada Interiors & Fine Furniture, Inc. to Woody by Design, Inc. You sent the previous documents back to us and requested that we change the name of the corporation to reflect that the name "Lastrada" is one word and not split into two separate names.

Pursuant to instructions on your cover letter, I have returned the letter to you with the corrected documentation. Please note that we sent the \$35.00 fee along with the prior documentation, and since the check was not returned to us, we trust that your office has received payment.

If you have any questions concerning the foregoing, please do not hesitate to call me at your convenience.

Very truly yours,



DOUGLAS R. GONZALES

DRG/no

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1995

WILLIAM C. STALIONS, ESQ.
319 SOUTHEAST 14TH STREET
FORT LAUDERDALE, FL 33316

SUBJECT: LASTRADA INTERIORS & FINE FURNITURE, INC.
Ref. Number: P95000037286

We have received your document for LASTRADA INTERIORS & FINE FURNITURE, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 495A00052582

AMENDMENT OF THE ARTICLES OF INCORPORATION
OF
LASTRADA INTERIORS & FINE FURNITURE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 11 AM 10:43

The undersigned hereby amends the Articles of Incorporation of Lastrada Interiors & Fine Furniture, Inc., duly filed under the Florida General Corporation Act on May 11, 1995, to change the name of the corporation in Article I of the Articles of Incorporation as follows:

1. Article I of the Articles of Incorporation is hereby amended to change the name of the corporation from Lastrada Interiors & Fine Furniture, Inc. to Woody by Design, Inc.

2. This amendment was adopted by the unanimous consent of the shareholders of Lastrada Interiors & Fine Furniture, Inc. on November 9, 1995.

IN WITNESS WHEREOF, the undersigned has made and subscribed of this Amendment of the Articles of Incorporation at Fort Lauderdale, Florida, on the 7 day of December, 1995.


Robert S. Woodcox, Shareholder / President
Lastrada Interiors & Fine Furniture, Inc.

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared ROBERT S. WOODCOX, who is to me well known to be the person described in and who subscribed the above Amendment of the Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at Fort Lauderdale, in said County and State this 7th day of December, 1995.

My Commission Expires: 6/15/98


Notary Public, State of Florida

This Document prepared by:
William C. Stations, Esq., FBN 340057
319 Southeast 14th Street
Fort Lauderdale, FL 33316
Phone: (954) 524-6200



HEATHER P. ADLER
MY COMMISSION # CC372982 EXPIRES
JUNE 15, 1998
BONDED THIRD TROY FARM INSURANCE, INC.

CORPORATION RESOLUTION AUTHORIZING NAME CHANGE


I, ROBERT S. WOODCOX, sole shareholder of Lastrada Interiors & Fine Furniture, Inc., acting without a meeting as authorized by applicable sections of the Florida Statutes, do hereby adopt and consent to the following resolution the same as if such resolution were adopted at a duly called meeting of the shareholders.

RESOLVED that I, ROBERT S. WOODCOX, sole shareholder of Lastrada Interiors & Fine Furniture, Inc. is hereby authorized to change the name of the corporation contained in Article I of the Articles of Incorporation from Lastrada Interiors & Fine Furniture, Inc. to Woody by Design, Inc., and to pay all filing fees and other fees, expenses or charges as he may deem necessary or appropriate to effectuate the change of name authorized herein.

DATED:

November 9, 1995

Shareholder:



Robert S. Woodcox

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