

P95000042944

TRANSMITTAL LETTER

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

FILED
95 JUN -2 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: CREATIVE ASSOCIATES 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
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM: MARY JANE E. PETRE
Name (printed or typed)

6403-1 BAY CLUB DRIVE
Address

FT. LAUDERDALE, FLORIDA 33308
City, State & Zip

305-772-4454

Daytime Telephone number

000001457176
-04/14/95 -01097--008
***131.25 ***131.25

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 25, 1995

MARY JANE E. PETRE
6403-1 BAY CLUB DRIVE
FT. LAUDERDALE, FL 33308

SUBJECT: CREATIVE ASSOCIATES INC.
Ref. Number: W95000008634

We have received your document for CREATIVE ASSOCIATES INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 895A00019427

BS7, 106-34, 00671



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 16, 1995

MARY JANE E. PETRE
6403-1 BAY CLUB DRIVE
FT. LAUDERDALE, FL 33308

SUBJECT: CREATIVE DRAPERIES & MORE INC.
Ref. Number: W95000008634

We have received your document for CREATIVE DRAPERIES & MORE INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 695A00025133

FILED
95 JUN -2 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CREATIVE DRAPERIES & MORE INC.

The undersigned, subscribers to these ARTICLES OF INCORPORATION, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE 1 NAME

The name of the corporation shall be:

CREATIVE DRAPERIES & MORE INC.

ARTICLE 2 PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

6403-1 Bay Club Drive

Ft. Lauderdale, Florida 33308

The mailing address of this corporation shall be:

6278 N. Federal Hwy. Suite 143

Ft. Lauderdale, Florida 33308

ARTICLE 3 SHARES

The aggregate number of shares of stock which the corporation is authorized to have outstanding at one time is 100. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE 4 INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mary Jane E. Petre

6403-1 Bay Club Dr.

Ft. Lauderdale, Florida 33308

This is also the address of the principal office of this corporation.

ARTICLE 5 INCORPORATORS

The name and address of each INCORPORATOR is:

Mary Jane E. Petre
6403-1 Bay Club Drive
Ft. Lauderdale, Florida 33308

ARTICLE 6 DIRECTORS

The number of directors constituting the initial BOARD OF DIRECTORS of the corporation is ONE.

The name and address of each person who is to serve as a member of the initial BOARD OF DIRECTORS IS:

Mary Jane E. Petre
6403-1 Bay Club Drive
Ft. Lauderdale, Florida 33308

ARTICLE 7 TERM OF EXISTENCE

The duration of the corporation is perpetual.

ARTICLE 8 NATURE OF BUSINESS

The corporation is organized for the general purposes of:

1. To engage in the business of Interior Decorating.
2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporation Act.
3. To do such other things as are incidental to the foregoing or are necessary or desirable in order to accomplish the foregoing

ARTICLE 9 PREEMPTIVE RIGHTS

Each stockholder of the corporation shall have the right purchase, subscribe for, or receive the rights to purchase or subscribe for, at the par value thereof, a pro rata portion of :

1. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of and class or classes, and whether or not of unissued shares authorized by the ARTICLES OF INCORPORATION as originally by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash, labor done, personal property, or real property or leases thereof; or

2. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class, or to which is attached or pertinent any warrant or other instrument conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class.

ARTICLE 10 INDEMNIFICATION

1. The corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened pending, or completed action, suit, or proceeding, whether civil or criminal, administrative or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney fee, judgments, fines and amounts paid in settlement, actually and or reasonably incurred by him in connection with such action, suit, or proceeding, including any appeal thereof, if he acted in good faith or in a manner he reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful. However, with respect to any action by or in the right of the corporation to procure a judgment in its favor, no indemnification shall be made in respect of any claim, issue, or matter as to which such person is adjudged liable for negligence or misconduct in the performance of his duty to the corporation unless, and only to the extent that, the court in which such action or suit was brought determines, on application, that despite the adjudication of liability, such person is fairly and reasonably entitled to indemnity in view of all the circumstances of the case.

Any indemnification hereunder shall be made only on a determination by a majority of stockholders that indemnification is proper in the particular circumstances because the party to be indemnified has met the applicable standard of conduct.

Determination of any action, suit or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent shall not, of itself, create a presumption the party did not meet the applicable standard of conduct. Indemnification hereunder may be paid by the corporation in advance of the final disposition of any action, suit, or proceeding, on a preliminary determination that the director, officer, employee, or agent met the applicable standard of conduct and on receipt of an undertaking by or on behalf of the director, officer, employee, or agent to repay such amount, unless it is ultimately determined that he is entitled to be indemnified by the corporation as authorized in this section.

2. The corporation shall also indemnify any director, officer, employee, or agent who has been successful on the merits or otherwise in defense of any action, suit, or proceeding, or its defense of any claim, issue, or matter therein, against all expenses, including attorney's fees, actually and reasonably incurred by him in connection therewith, without the necessity of an independent determination that such director, officer, employee, or agent met any appropriate standard of conduct.

3. The indemnification provided for herein shall continue as to any person who has ceased to be a director, officer, employee, or agent, and shall inure to the benefit of the heirs, executors, and administrators of such person.

4. In addition to the indemnification provided for herein, the corporation shall have power to make any other or further indemnification except an indemnification against gross negligence or willful misconduct, under any resolution or agreement duly adopted by a majority of stockholders.

5. If any expenses or other amounts are paid by way of indemnification otherwise than by court order or action by the stockholders, the corporation shall, not later than the time of delivery to the stockholders of written notice of the next annual meeting, unless such meeting is held within three months from the

the date of such payment, deliver by mail to each stockholder of record at the time entitled to vote for election of directors, statement specifying the persons paid, the amounts paid, and the nature and status at the time of such payment of the litigation or threatened litigation.

ARTICLE 11 STOCK TRANSPIRES CORPORATIONS
RIGHT OF FIRST REFUSAL

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net value thereof. Such offer shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of 30 days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each stockholder.

Each share certificate issued by the corporation shall have printed or stamped thereon the following legend:

" THESE SHARES ARE HELD SUBJECT TO CERTAIN TRANSFER RESTRICTIONS IMPOSED BY THE ARTICLES OF INCORPORATION OF THE CORPORATION. A COPY OF SUCH ARTICLES IS ON FILE AT THE PRINCIPAL OFFICE OF THE CORPORATION"

ARTICLED 12 EFFECTIVE DATE OF INCORPORATION

The effective date of incorporation shall be the earliest date allowed by law.

Mary Jane E. Petre
INCORPORATOR

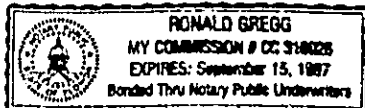
STATE OF FLORIDA }

COUNTY OF BROWARD }

I HEREBY CERTIFY that on this day personally appeared before me, MARY JANE E. PETRE to me well known to be the person described in and who executed the foregoing instrument, and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at FT. LAUDERDALE in the County of BROWARD, and State of Florida, this 23rd. MAY, 1995

Ronald Gregg
NOTARY PUBLIC,
STATE OF FLORIDA



FILED
95 JUN -2 PM 1:10
CLERK OF STATE
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, 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: CREATIVE DRAPERIES & MORE INC.

Principal office 6403-1 Bay Club Drive
Ft. Lauderdale, Florida 33308
Mailing Address 6278 N. Federal Hwy. Suite 143
Ft. Lauderdale, Florida 33308

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

MARY JANE E. PETRE

(Name)

6403-1 BAY CLUB DRIVE

(P.O. Box or Mail Drop Box **NOT** acceptable)

FT. LAUDERDALE, FLORIDA 33308

(City/State/Zip)

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.

Mary Jane E. Petre
(Signature)

5-23-95
(Date)