

P95000056534

7951 N.W. 175th St
Miami, Fla 33015

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

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95 JUL 20 PM 1:40

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

1007
7-21-95

Examiner's Initials

CERTIFICATE OF INCORPORATION

OF

INNOVATION'S IN WOOD, INC

FILED

95 JUL 20 PM 1:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, DO HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES OF THE STATE OF FLORIDA PROVIDING FOR THE FORMATION, RIGHTS, PRIVILEGES, IMMUNITIES AND LIABILITIES OF CORPORATIONS FOR PROFIT.

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

INNOVATION'S IN WOOD, INC.

ARTICLE II

THE GENERAL NATURE OF THE BUSINESS, OBJECTS AND PURPOSES PROPOSED TO BE TRANSACTED AND CARRIED ON ARE TO DO ALL AND ANY THINGS ALLOWED AND PERMITTED TO BE DONE BY CORPORATIONS UNDER THE STATUTES OF THE STATE OF FLORIDA, AND TO THE SAME EXTENT AS NATURAL PERSONS MIGHT OR COULD DO, TO-WIT:

A) TO ENGAGE IN THE BUSINESS OF MANUFACTURING CUSTOM BUILT FURNITURE, REPAIR, MODIFICATIONS, PURCHASE AND SALE OF CUSTOM BUILT FURNITURE AND THEIR COMPONENTS.

B) TO PURCHASE, SELL, MANUFACTURE, ACQUIRE, AND OTHERWISE DEAL WITH CUSTOM BUILT FURNITURE AND THEIR COMPONENT PARTS, ACCESSORIES AND SUPPLIES; TO IMPORT AND EXPORT FURNITURE AND THEIR COMPONENTS AND ACCESSORIES AND TO OTHERWISE DEAL IN SUCH MERCHANDISE IN ANY MANNER WHATSOEVER.

C) TO MANUFACTURE, BUY, SELL, HIRE, ASSEMBLE, DISASSEMBLE, REPAIR AND STORE, CUSTOM FURNITURE OF ALL KINDS, AND TO DEAL IN ALL KINDS OF WOOD AND SUPPLIES.

D) TO MANUFACTURE, ASSEMBLE, DISASSEMBLE, BUILD, REPAIR, RE-FINISH, PURCHASE OR OTHERWISE ACQUIRE, SELL, EXCHANGE, DISPOSE OF, DEAL OR TRAFFIC IN, DISTRIBUTE AND EXHIBIT CUSTOM BUILT FURNITURE OF EVERY CLASS AND DESCRIPTION, CABINETS, WALL UNITS, OFFICE FURNITURE, VANITIES, TABLES, COUNTERS, DEVICES, SUPPLIES, AND ACCESSORIES TO MODIFY AND ENHANCE ALL ASPECTS OF CUSTOM BUILT FURNITURE AND SALES OF SAID WORK: TO ENGAGE IN FURNITURE DESIGN, THEORY AND CONSTRUCTION.

E) TO DEAL GENERALLY IN THE MAINTENANCE AND REPAIR OF ALL TYPES OF FURNITURE, ACCESSORIES, OF ALL TYPES WHATSOEVER; TO OPERATE A WOOD SHOP FOR CUSTOM BUILT FURNITURE, AND WOOD SHOP EQUIPMENT AND THE LIKE.

F) TO DEAL GENERALLY IN CUSTOM BUILT FURNITURE, REPAIRS, OF ANY AND ALL TYPES WHATSOEVER OF EVERY NAME AND NATURE, WHETHER OF DOMESTIC OR FOREIGN MAKE, TO DEAL IN PARTS AND SUPPLIES FOR SAID FURNITURE, TO PERFORM ALL PHASES OF MODIFICATIONS, REPAIRS STORAGE, OF ANY ITEM OR ACCESSORIES. COMPONENTS RELATING TO ALL ASPECTS OF CUSTOM BUILT FURNITURE. TO MAINTAIN A WOOD SHOP FOR THE MANUFACTURING, REPAIRS, STORAGE AND THEIR ACCESSORIES AND COMPONENTS.

G) ALSO TO MANUFACTURE AND TO BUY AND SELL ANY AND ALL CUSTOM FURNITURE, SUPPLIES AND EQUIPMENT NECESSARY OR INCIDENTAL TO CARRY ON A GENERAL BUSINESS OF BUYING, SELLING, REPAIRING FURNITURE OF EVERY DESCRIPTION.

H) TO PURCHASE, HOLD, SELL, EXCHANGE OR OTHERWISE DEAL IN SHARES OF ITS OWN CAPITAL STOCK, BONDS OR OTHER OBLIGATIONS FROM TIME TO TIME TO SUCH EXTENT AND IN SUCH MANNER AND UPON SUCH TERMS AS ITS BOARD OF DIRECTORS SHALL DETERMINE; PROVIDED THAT THIS CORPORATION SHALL NOT USE ANY OF ITS FUNDS NOR PROPERTY FOR THE PURCHASE OF ITS SHARES OF CAPITAL STOCK WHEN SUCH USE WOULD CAUSE AND IMPAIR THE CAPITAL OF THE CORPORATION, AND PROVIDED FURTHER THAT SHARES OF ITS OWN CAPITAL STOCK BELONGING TO THIS CORPORATION SHALL NOT BE VOTED UPON DIRECTLY NOR INDIRECTLY.

I) TO DO EACH AND EVERYTHING NECESSARY, SUITABLE OR PROPER FOR THE ACCOMPLISHMENT OF ANY OF THE PURPOSES OR THE ATTAINMENT OF ANY ONE OR MORE OF THE OBJECTS HEREIN ENUMERATED OR WHICH SHALL AT ANY TIME APPEAR CONDUCTIVE TO OR EXPEDIENT FOR THE PROTECTION OR BENEFIT OF THIS CORPORATION; IN GENERAL, TO CARRY ON ANY OTHER LAWFUL BUSINESS WHATSOEVER IN CONNECTION WITH THE FOREGOING OR WHICH IS CALCULATED, DIRECTLY OR INDIRECTLY, TO PROMOTE THE INTEREST OF THE CORPORATION OR TO ENHANCE THE VALUE OF ITS PROPERTIES.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF STOCKS WHICH THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME SHALL BE ONE THOUSAND (1,000) SHARES, EACH OF THE PAR VALUE OF ONE DOLLAR (\$1.00) OF ONE CLASS OF COMMON STOCK AND ALL TO BE ISSUED FULLY PAID AND EXEMPT FROM ASSESSMENT.

THE CAPITAL STOCK OF THE CORPORATION MAY BE PAID FOR IN PROPERTY, LABOR, OR SERVICES AT A JUST VALUATION TO BE FIXED BY THE INCORPORATORS, OR BY THE BOARD OF DIRECTORS AT A MEETING CALLED FOR SUCH PURPOSE, OR AT THE ORGANIZATIONAL MEETING. PROPERTY, LABOR OR SERVICES MAY ALSO BE PURCHASED OR PAID FOR WITH THE CAPITAL STOCK AT A JUST VALUATION OF SAID PROPERTY, LABOR SERVICES TO BE FIXED BY THE BOARD OF DIRECTORS OF THE CORPORATION. STOCK IN OTHER CORPORATIONS OR GOING BUSINESSES MAY BE PURCHASED BY THE CORPORATION IN CONSIDERATION FOR THE ISSUANCE OF CAPITAL STOCK OF THE CORPORATION, AND SAID PURCHASE SHALL BE ON SUCH BASIS AND TERMS AND FOR SUCH CONSIDERATION AS THE BOARD OF DIRECTORS SHALL DETERMINE.

ARTICLE IV

THE EXISTENCE OF THE CORPORATION SHALL BE PERPETUAL.

ARTICLE V

THE PRINCIPAL PLACE OF BUSINESS OF THE CORPORATION SHALL BE LOCATED AT 7951 NORTH WEST 175TH STREET, MIAMI, FLORIDA 33015, THE CORPORATION SHALL HAVE THE FULL POWER AND AUTHORITY, NEVERTHELESS, TO TRANSACT BUSINESS AND TO ESTABLISH OFFICES AND AGENCIES AT SUCH OTHER PLACES, BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, AND IN FOREIGN COUNTRIES, AS THE BOARD OF DIRECTORS MAY FROM TIME TO TIME AUTHORIZE.

ARTICLE VI

THE BUSINESS OF THE CORPORATION SHALL BE MANAGED BY A BOARD OF DIRECTORS CONSISTING OF NOT LESS THAN ONE (1) NOR MORE THAN FIVE (5) MEMBERS. A QUORUM FOR THE HOLDING OF A MEETING OF THE BOARD OF DIRECTORS AND FOR THE TRANSACTION OF ANY BUSINESS WHICH MAY BE PROPERLY DONE BY THE BOARD OF DIRECTORS ON BEHALF OF THE CORPORATION SHALL CONSIST OF A MAJORITY OF THE MEMBERS THEREOF. THE BOARD OF DIRECTORS, BY UNANIMOUS CONSENT EVIDENCED IN WRITING INCLUDED AMONG THE MINUTES OF THE CORPORATION, MAY AGREE TO THE DOING OF ANY ACT, AND SUCH CONSENT IN WRITING AS AFORESAID SHALL HAVE THE SAME FORCE AND EFFECT AS THOUGH A FORMAL MEETING HAS BEEN HELD PURSUANT TO CALL BEING DULY MADE, AND AS THOUGH THE SAID ACT HAD BEEN DONE AND AUTHORIZED AT A MEETING AT WHICH A QUORUM HAD BEEN PRESENT.

ARTICLE VII

THE NAMES AND ADDRESSES OF THE INITIAL BOARD OF DIRECTORS OF THIS CORPORATION ARE AS FOLLOWS:

FELIPE JUAN FERNANDEZ
7951 N.W. 175TH STREET
MIAMI, FLORIDA 33015

ARTICLE VIII

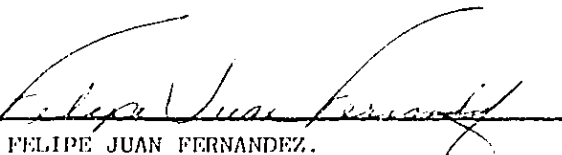
THE NAMES AND ADDRESSES OF THE INCORPORATORS ARE AS FOLLOWS:

FELIPE JUAN FERNANDEZ
7951 N.W. 175TH STREET
MIAMI, FLORIDA 33015

ARTICLE IX

THE MANAGEMENT AND CONTROL OF THE BUSINESS OF THE CORPORATION SHALL BE CONDUCTED UNDER THE DIRECTION OF THE BOARD OF DIRECTORS, TO-WIT: PRESIDENT, VICE PRESIDENT, TREASURER, AND SECRETARY, PROVIDED THAT ANY ONE OR MORE OF THE SAID OFFICES MAY BE HELD BY THE SAME PERSON. THE ANNUAL MEETING OF THE CORPORATION SHALL BE HELD ON SUCH DATE AS IS PROVIDED IN THE BY-LAWS OF THE CORPORATION, WHICH SAID BY-LAWS MAY BE AMENDED AND AT ANY TIME IN ACCORDANCE WITH THEIR PROVISIONS.

I, THE UNDERSIGNED, BEING EACH AND ALL OF THE PRINCIPAL SUBSCRIBERS TO THE CAPITAL STOCK HEREIN ABOVE NAMED FOR THE PURPOSE OF FORMING A CORPORATION FOR PROFIT TO DO BUSINESS BOTH WITHIN AND WITHOUT THE STATE OF FLORIDA, DO HEREBY MAKE, SUBSCRIBE, ACKNOWLEDGE AND FILE THIS CERTIFICATE, HEREBY DECLARING AND CERTIFYING THAT THE FACTS HEREIN STATED ARE TRUE AND CORRECT AND ACCORDINGLY. I SET MY HAND AND SEAL THIS 6th DAY OF June, 1995.


FELIPE JUAN FERNANDEZ.

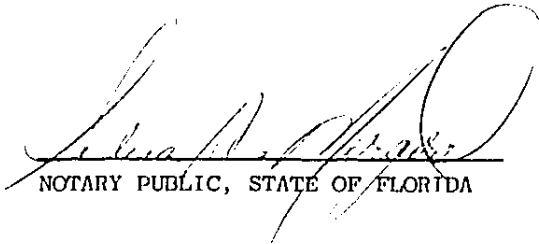
STATE OF FLORIDA)


: SS

COUNTY OF DADE)

BE IT REMEMBERED THAT ON THIS 20 DAY OF June,
1995, PERSONALLY APPEARED BEFORE ME, FELIPE JUAN FERNANDEZ,
THE PARTY TO THE FOREGOING ARTICLES OF INCORPORATION, KNOWN TO
ME PERSONALLY TO BE SUCH AND SEVERALLY ACKNOWLEDGE THAT SAID
ARTICLES ARE THE FREE AND VOLUNTARY ACT AND DEED OF HIM FOR HIMSELF
AND NOT ANY OTHER, AND THAT THE FACTS THEREIN STATED ARE TRULY SET FORTH.

WITNESSED MY HAND AND SEAL AT Miami, DADE
COUNTY, FLORIDA THIS 20 DAY OF June, 1995.


NOTARY PUBLIC, STATE OF FLORIDA

 **SELENA A. MERGARD**
COMMISSION # CC 483829
EXPIRES AUG 18, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE OF PROCESS WITHIN THE STATE,

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED

95 JUL 20 PM 1:47

RECEIVED
TALLAHASSEE, FLORIDA

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST, THAT INNOVATION'S IN WOOL, INC., DESIRING
TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
OFFICE, AS INDICATED IN THE ARTICLES OF INCORPORATION, AT THE CITY
OF MIAMI, COUNTY OF DADE, STATE OF FLORIDA, HAS NAMED FELIPE
JUAN FERNANDEZ, LOCATED AT 7951 NORTH WEST 175TH STREET, MIAMI,
FLORIDA, 33015, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THIS
STATE.

BY: Felipe Juan Fernandez
FELIPE JUAN FERNANDEZ / RESIDENT AGENT