

Albert Cazin, P.A.
Attorney at Law
General Practice

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September 6, 1995

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Secretary of State
Division of Corporations
State of Florida
The Capitol
Tallahassee, FL 32303

RE: BAY AREA DESIGNS, INC.

Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation for the above-named proposed Florida corporation.

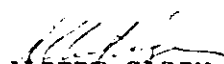
Also enclosed is my firm's check in the amount of \$70.00 representing payment of the following:

Filing Fee	\$35.00
Registered Agent Fee	35.00

Please file the enclosed articles of Incorporation at your earliest possible convenience.

Thanking you for your courtesy in this matter, I remain,

Sincerely,


ALBERT CAZIN

AC/md

Enclosures

9/14/95
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ARTICLES OF INCORPORATION
OF
BAY AREA DESIGNS, INC.

We, the undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, do hereby associate ourselves together for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation is: BAY AREA DESIGNS, INC.

ARTICLE II

The general nature and purpose of this corporation shall be to engage in the business of interior design, including sales, rentals, development, management and consulting services relating to interior design, including incidental services related thereto, as authorized or permitted by the State of Florida, and incidental services related thereto, and to buy, hold, or otherwise acquire, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, and to purchase, or otherwise acquire, own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description, to contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such

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TALLAHASSEE, FLORIDA

mortgages, transfers or corporate property or other instruments to secure the payment of corporate indebtedness as required, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair, or exposition.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is, ONE HUNDRED (100) shares of \$75.00 par value common stock, which shall be designated as Common Shares.

ARTICLE IV

This corporation is to exist perpetually, unless sooner terminated by operation of law.

ARTICLE V

The initial post office address of the principal office of this corporation in the State of Florida is 5265 Ehrlich Road, Tampa, Florida 33624. The Board of Directors may from time to time move the principal office to any other address in Florida.

ARTICLE VI

This corporation shall have two directors initially. The

number of directors may be increased or diminished from time to time to time, by by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VII

The names and post office address of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Rebecca Dion Johnson	5265 Ehrlich Road Tampa, Florida 33624
Michael Joseph Johnson	5265 Ehrlich Road Tampa, Florida 33624

ARTICLE VIII

The name and post office address of each subscriber to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Rebecca Dion Johnson	5265 Ehrlich Road Tampa, Florida 33624
Michael Joseph Johnson	5265 Ehrlich Road Tampa, Florida 33624

ARTICLE IX

The resident agent and the street address of the initial registered office of this corporation in the State of Florida shall be:

Albert Cazin, Esquire
501 East Kennedy Blvd., Suite 175
Tampa, Florida 33602

The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE X

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals this 10th day of August, 1995.


REBECCA DION JOHNSON


MICHAEL JOSEPH JOHNSON

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to

take acknowledgments, personally appeared REBECCA DION JOHNSON and MICHAEL JOSEPH JOHNSON to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and affixed my official seal in the County and State named above this 28th day of August, 1995.

(SEAL)



L. M. HARRIS
Commission CC401133
Expires Aug. 17, 1998
Bonded by HAI
900-422-1555

L. M. Harris
Notary Public, State of Florida
My Commission Expires: 3/17/98

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within corporation, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Albert Cazin
ALBERT CAZIN

DATED:

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to

take acknowledgments, personally appeared ALBERT CAZIN, to me known to be the person described above and who executed the foregoing Acceptance for the purposes therein intended.

WITNESS my hand and affixed my official seal in the County and State named above this 31st day of August, 1995.

(SEAL)

Margaret A. Di Marco
Notary Public, State of Florida
My Commission Expires:



MARGARET A. DI MARCO
MY COMMISSION # CC255359 EXPIRES
February 27, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA