

P96 00000 2910

JUSTIN-CRAIG LTD., INC.
3870 Amalfi Drive
Hollywood, Florida 33021
(954)964-3835

FILED
96 JAN -5 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 2, 1996

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

000001679820
-01/05/96--01031--019
****122.50 ****122.50

Re: WOODCRAFT CREATIONS, INC.
ARTICLES OF INCORPORATION

Dear Sir or Madam:

Enclosed please find the original and two copies of the Articles of Incorporation of WOODCRAFT CREATIONS, INC., along with a check in the amount of \$122.50 for the filing fees. Please forward to me the third copy after it has been stamped "filed".

Thank you for your attention in this matter.

Sincerely,



Barbara R. Lambert
President

enclosures

RECORDED IN JAN 10 1996

ARTICLES OF INCORPORATION
WOODCRAFT CREATIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED subscriber to these articles of incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

I

The name of this corporation shall be WOODCRAFT CREATIONS, INC. and the principal place of business shall be 5000 S.W. 52nd STREET, SUITE 507, DAVIE, FLORIDA 33314.

II

This corporation may engage in or transact any and all lawful business and/or activities permitted under the laws of the State of Florida, of the United States, and of any other state, country, territory or nation, and shall have all of the powers granted to a corporation under the State of Florida, of the United States, and of any other state, country, territory or nation.

III

This corporation is authorized to issue 1000 shares of common stock of a par value of 1 dollar a share.

IV

The initial address of this corporation shall be 5000 S.W. 52nd STREET, SUITE 507, DAVIE, FLORIDA 33314 with the privilege of having its offices and branch offices at other places within or without the State of Florida. The name and address of the initial registered agent shall be ALLEN VASILE, 5000 S.W. 52nd, SUITE 507, DAVIE, FLORIDA 33314.

V

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors.

VI

This corporation shall commence its existence immediately upon the filing of these articles of incorporation, and shall exist perpetually unless sooner dissolved according to law.

VII

There shall be a Board of Directors for this corporation which shall consist of three people. The number of Directors may be increased or diminished from time to time as determined by the By-Laws, but shall never be less than one. Any Director may be removed at any annual or special meeting of stockholders called in accordance with the By-Laws of the Corporation, by the same vote as that required to elect a Director.

VIII

The NAMES and ADDRESSES of the first Board of Directors ARE as follows:

ALLEN VASILE
3906 N.W. 77th AVENUE
DAVIE, FLORIDA 33024

VINCENT PALMIERI
5621 S.W. 24th AVENUE
FT. LAUDERDALE, FLORIDA 33312

FRED FRANCO
170 N.E. 212th STREET
N. MIAMI, FLORIDA 33179

The members of the first Board of Directors, unless otherwise provided by the By-Laws, shall hold office for the first year of the existence of the Corporation or until their successors are elected or appointed and have qualified.

IX

The name and address of the subscriber to these articles of incorporation is .

IN WITNESS WHEREOF, the undersigned had hereunto set his hand and seal this 1st day of JANUARY, in the year 1996.

Vinit S. Pappas
WITNESS

Allen Vasile
ALLEN VASILE

Freddie Franco
WITNESS

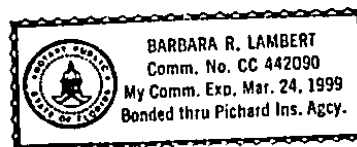
STATE OF FLORIDA)
COUNTY OF BROWARD)

SS

BEFORE ME, the undersigned authority, personally appeared ALLEN VASILE, to me known to be (or who has produced identification in the form of a driver's license) the person described in and who executed the attached and foregoing articles of incorporation, who after being duly sworn, acknowledged before me that he is the person who executed the same for the purposes therein expressed.

Witness my hand and seal in the state and county aforesaid this 1st day of JANUARY, in the year 1996.

Barbara R. Lambert
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: 3/24/99



WOODCRAFT CREATIONS, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business in the city of DAVIE, FLORIDA has named ALLEN VASILE, 3906 N.W. 77th AVENUE, DAVIE, FLORIDA 33024 in the county of BROWARD, State of Florida, as its agent to accept service of process within Florida.


ALLEN VASILE, CORPORATE OFFICER

HAVING BEEN NAMED to accept service of process for the above corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and further agree to the proper and complete performance of my duties.

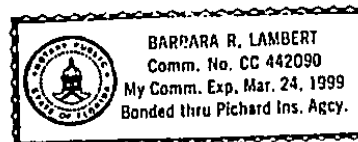

ALLEN VASILE, REGISTERED AGENT

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

BEFORE ME, the undersigned authority, personally appeared ALLEN VASILE, who after being by me first duly sworn, deposed and stated that he is the person who executed the above acceptance of designation as registered agent for the purposes therein expressed.

Witness my hand and seal in the state and county first aforesaid this day of JANUARY, in the year 1996.


NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES: 3/24/99



P96000002910

To Division of Corporation;

PLEASE CALL US AT 954)797-9070 IF THERE
IS ANY OTHER INFORMATION NEEDED.

ENCLOSURE IS A LETTER OF RESIGNATION OF OFFICER
OF (WOODCRAFT CREATIONS INC).

Sincerely
WoodCraft Creations Inc.

WOODCRAFT CREATIONS
5000 S.W. 52nd ST., #507
DAVIE, FL 33314

Vincent Palmer

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*****35.00 *****35.00

FILED
96 AUG - 7 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

old Res
KRG
8/13

Florida Department of State, Sandra B. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

I, Allen Vasile, hereby resign as Pres.
of Woodcraft Creations Inc.
(Name of Corporation)
a corporation organized under the laws of the State of Florida

That the corporation has been notified in writing of the resignation.

 8/2/96
(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

FILED
96 AUG -7 AM 11:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA