

P 96 00000 2913

FILED
96 JAN -5 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 3, 1996

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

200001679822
-01/05/96--01031--020
***122.50 ***122.50

Dear Sir:

Enclosed are two copies of Articles of Incorporation for Top Quality Frames, Inc., a check in the amount of \$122.50, and a stamped self-addressed envelope.

Please process as soon as possible.

Thank you for your attention to this matter.

Sincerely,

Wilma S. Wingo
Wilma S. Wingo

Enclosures

9000 NW 8th Street
Pembroke Pines, FL 33024-6412

ARTICLES OF INCORPORATION

OF

TOP QUALITY FRAMES, INC.

We, Yolanda Maldonado, Robert Maldonado, John D. Wingo, and Wilma S. Wingo, do hereby subscribe and acknowledge the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name and initial address of this corporation shall be:

TOP QUALITY FRAMES, INC.
9000 NW 8TH STREET
PEMBROKE PINES, FL 33024-6412

ARTICLE II

The general nature of the business to be transacted by this corporation is any business which is lawful in the United States.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>NUMBER OF SHARES AUTHORIZED</u>	<u>PAR VALUE PER SHARE</u>	<u>STOCK CLASS</u>
100	\$1.00	Common

The consideration for all of the said stock shall be payable in cash, property (real or personal), or labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of this corporation.

ARTICLE IV

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The initial registered office of this corporation shall be at 9000 NW 8th Street, Pembroke Pines, FL 33024-6412, with the privilege of having its offices and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be WILMA S. WINGO.

FILED
96 JAN -5 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI

This corporation shall have at least one director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VII

The names and addresses of the first directors of this corporation who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

YOLANDA MALDONADO
275 W. 50TH STREET
HIALEAH, FL 33012

ROBERT MALDONADO
275 W. 50TH STREET
HIALEAH, FL 33012

JOHN D. WINGO
9000 NW 8TH STREET
PEMBROKE PINES, FL 33024-6412

WILMA S. WINGO
9000 NW 8TH STREET
PEMBROKE PINES, FL 33024-6412

ARTICLE VIII

The names and addresses of the incorporators are:

YOLANDA MALDONADO
275 W. 50TH STREET
HIALEAH, FL 33012

ROBERT MALDONADO
275 W. 50TH STREET
HIALEAH, FL 33012

JOHN D. WINGO
9000 NW 8TH STREET
PEMBROKE PINES, FL 33024-6412

WILMA S. WINGO
9000 NW 8TH STREET
PEMBROKE PINES, FL 33024-6412

ARTICLE IX

No contract of other transactions between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporations. Any director individually, or any form of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he/she or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he/she were not such a director or officer of such other corporation, or not so interested.


ARTICLE X

The private property of the stockholders shall not be subject to payment of this corporation's debts to any extent.

ARTICLE XI

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

IN WITNESS WHEREOF, we, Yolanda Maldonado, Robert Maldonado, John D. Wingo, and Wilma S. Wingo, the incorporators hereinbefore named, for the purpose of forming a corporation under the laws of the State of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and hereunto set our hands and seal this _____ day of December, 1995.


YOLANDA MALDONADO


ROBERT MALDONADO


JOHN D. WINGO


WILMA S. WINGO

CERTIFICATE DESIGNATING PLCE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with the laws of Florida, the following is submitted:

FIRST--That TOP QUALITY FRAMES, INC. desiring to organize under the laws of the State of Florida, has named WILMA S. WINGO as statutory agent of the above corporation at the place designated in this certificate. I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law concerning the office hours of Registered Offices.


WILMA S. WINGO, REGISTERED AGENT

DATED this 30th day of DECEMBER, 1995

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared YOLANDA MALDONADO, ROBERT MALDONADO, JOHN D. WINGO, and WILMA S. WINGO, before me known to be the persons described in and who executed the same for the purposes therein expressed.

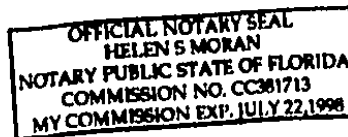
WITNESS my hand and official seal in the State and County aforesaid this 30 day of DECEMBER, 1995.

Helen S. Moran

Notary Public
State of Florida at Large

(impression of seal)

My commission expires



FILED
96 JAN -5 AM 9: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA