

P96000006395

Top Drawer Kitchen & Bath, Inc.
1327 S Dixie Hwy
Stuart, Fl. 34994

1/10/96

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

700001691127
-01/17/96--01099--020
****122.50 ****122.50


Re: Top Drawer Kitchen & Bath, Inc.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of filing fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Respectfully,


Larry Frederick
President

BMC
1-19-96

FILED
96 JAN 17 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Phone 407 223-4034

FAX 407 223-4036

ARTICLES OF INCORPORATION

of
TOP DRAWER KITCHEN + BATH, INC.
(name of corporation)

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

TOP DRAWER KITCHEN + BATH, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1000 shares () of COMMON STOCK
Dollar(s) (\$.01) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	<u>LARRY FREDERICK</u>		
ADDRESS	<u>1327 S. DIXIE HWY</u>		
CITY	<u>STUART</u>	FLORIDA	ZIP <u>34994</u>

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>TOP DRAWER KITCHEN + BATH, INC.</u>		
ADDRESS	<u>1327 S. DIXIE HWY</u>		
CITY	<u>STUART</u>	FLORIDA	ZIP <u>34994</u>

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	<u>LARRY FREDERICK</u>		
ADDRESS	<u>1327 S DIXIE HWY</u>		
CITY	<u>STUART</u>	STATE <u>FL</u>	ZIP <u>34994</u>
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

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TALLAHASSEE, FLORIDA

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	LARRY FREDERICK		
ADDRESS	1327 S. DIXIE HWY		
CITY	STUART	STATE	FL ZIP 34994
NAME			
ADDRESS			
CITY		STATE	ZIP
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 10th day of Jan, 1996.

Larry Frederick (Seal)
 _____ (Seal)
 _____ (Seal)

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF

FILED
96 JAN 17 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOP DRAWER KITCHEN + BATH, INC.
(name of corporation)


Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 1327 S. DIXIE HWY
STUART, FL 34994

has named LARRY FREDERICK
located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)