

Lanier, Inc.

5637 Pacific Blvd. (Ste. 2904)
Boca Raton, FL 33433
(407) 392-6861

P96000007114

January 16, 1996

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

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-01/13/96--01062--013
****122.50 ****122.50

Re: NICK-NACK CABINETRY, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the above-captioned corporation, together with my check in the amount of \$ 122.50 for Filing Fees, Certified Copy of the Articles of Incorporation, and Fee for Registered Agent Designation for the said corporation.

Please send the Certified Copy of the Articles of Incorporation to the following address:

Lanier, Inc.
5637 Pacific Blvd. (Ste. 2904)
Boca Raton, FL 33433

Thank you for your assistance in this matter.

Very truly yours,

John A. Bishop

John A. Bishop

JAB/gs
Enclosures

JAN 23 1996

BSB

FILED
96 JAN 19 PM 4:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

96 JAN 19 PM 4:02

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NICK-NACK CABINETRY, INC.

The Undersigned Subscriber to these Articles of Incorporation, a natural person competent to contract, for the purposes of forming a corporation under the Florida Corporation Law, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is NICK-NACK CABINETRY, INC.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles. The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in all types of cabinetry building and repair. In addition, the Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the Corporation will be two hundred (200) shares having a par value of one dollar (\$1.00) per share. Each of the said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The principal office of the Corporation will be located at 465-D SE 1st Avenue; Delray Beach, FL 33444. The Board of Directors may, from time to time, move the principal office to any other address. The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is: John A. Bishop; Suite 2904; 5637 Pacific Blvd.; Boca Raton, FL 33433. The Board of Directors may, from time to time, change the registered agent to any other individual or address, within the State of Florida.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The Corporation will have one (1) director, initially. The number of directors may either be increased or decreased from time to time according to the procedures contained in the By-Laws, but the number of directors shall never be less than one. The name and address of each person who is to serve as a member of the initial Board of Directors is:

Noland E. Walker
465-D SE 1st Avenue
Delray Beach, FL 444

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is

John A. Bishop
Suite 2904
5637 Pacific Blvd.
Boca Raton, FL 33433

ARTICLE VIII: AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions of the Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation on this 16th day of January, 1996.



John A. Bishop

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

FILED

96 JAN 19 PM 4:02

CERTIFICATE OF REGISTERED AGENT, SECRETARY OF STATE
TALLAHASSEE, FLORIDA
OF

NICK-NACK CABINETRY, INC.

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 Initial Registered Agent office as indicated in the Articles of Incorporation at:

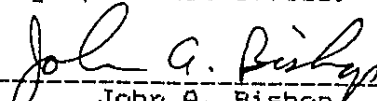
Suite 2904
5637 Pacific Blvd.
Boca Raton, FL 33433

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

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above-named 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.

Dated: January 16, 1996


John A. Bishop