

Robert E. Stucker
Attorney at Law

P96000008556

10040 S.W. 190 Street
Miami, Florida 33157
Phone (305) 253-8504

January 22, 1996

Secretary of State
Corporate Records Bureau
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation
ALL CABINETS & TOPS, INC.

Gentlemen:

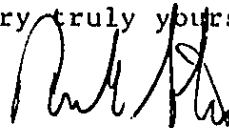
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-01/24/96--01063--017
****122.50 ****122.50

Enclosed please find the original and one copy of the proposed Articles of Incorporation of the above captioned new Florida for profit corporation. Please process accordingly and forward the Certificate of Incorporation to the undersigned.

A check in the amount of \$122.50 is also enclosed for the incorporation fee.

Thank you.

Very truly yours,


Robert E. Stucker

RES/sr
Enclosures

FILED
96 JUN 24 PM 4:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 26 1996 BSB

ARTICLES OF INCORPORATION
OF
ALL CABINETS & TOPS, INC.

FILED

96 JAN 24 PM 4:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is:

ALL CABINETS & TOPS, INC.

ARTICLE II

The address of the principal office, and the mailing address,
of this Corporation shall be:

20110 S.W. 114th Place
Miami, Florida 33189

ARTICLE III

The purpose of this Corporation is to engage in any activities
or business permitted under the laws of the United States and the
State of Florida.

ARTICLE IV

The maximum number of shares which this Corporation is
authorized to have outstanding at any time is One Thousand (1,000)
shares of common stock having a par value of One (\$1.00) Dollar
per share.

ARTICLE V

The initial registered office of this Corporation shall be
10040 S.W. 199th Street, Miami, Florida 33157, and the initial
registered agent of this Corporation at such office shall be
Robert E. Stucker, who, upon accepting this designation, agrees to
comply with the provisions of Section 48.091, Florida Statutes,
as amended from time to time, with respect to keeping an office
open for service of process.

ARTICLE VI

The initial Board of Directors shall consist of one (1)
member. The name and address of the director constituting the
initial Board of Directors is:

FLAVIO LOPEZ

20110 S.W. 114th Place
Miami, Florida 33189

ARTICLE VII

The name and street address of the person signing these Articles of Incorporation is:

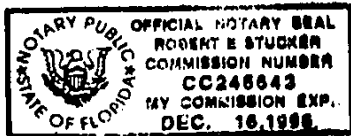
FLAVIO LOPEZ 20110 S.W. 114th Place
Miami, Florida 33189

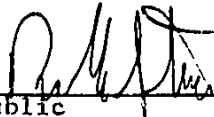
IN WITNESS WHEREOF, I have hereunto set my hand and seal at
Miami, Dade County, Florida, this 22ND day of January, 1996.

 [LS]
Flavio Lopez, Incorporator

STATE OF FLORIDA }
COUNTY OF DADE } SS:

The foregoing Articles of Incorporation of ALL CABINETS & TOPS, INC., were acknowledged before me by Flavio Lopez, as Incorporator, who is personally known to me, this 22nd day of January, 1996.





Notary Public

Robert E. Stucker
Printed Name

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ALL CABINETS & TOPS, INC., at the place designated in the Articles of Incorporation, ROBERT E. STUCKER, agrees to act in this capacity, agrees to comply with the provisions of Section 48.091 of the Florida Statutes relative to keeping open such office, is familiar with, and accepts the obligations provided for in Section 607.0505 of the Florida Statutes.

Dated: January 22nd, 1996.


Robert E. Stucker, Registered Agent