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February 14, 1996

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Secretary of State
Corporate Division
Post Office Box 6327
Tallahassee, Florida 32314

Re: A+ Closets, Inc.

Ladies or Gentlemen:

Enclosed in duplicate are the Articles of Incorporation for the above captioned corporation together with the certificate designating the Registered Agent. We also enclose our check in the amount of \$122.50 to cover the following:

1. \$35.00 - Filing Fee
2. \$52.50 - Certified Copy of Articles
3. \$35.00 - Filing Registered Agent Certificate

Subsequent to filing of the enclosed Articles of Incorporation, please forward the certified copy to me at the above letterhead address. Thank you for your cooperation in this matter.

Very truly yours,

HARRISON, HENDRICKSON,
DOUGLASS & KIRKLAND, P.A.

By: 

Thomas W. Harrison

TWH:gb
Enclosures

96 FEB 16 7 16:45
TALLAHASSEE, FL 32314
SECRETARY OF STATE

GB 2/20/96

ARTICLES OF INCORPORATION

OF

A+ CLOSETS, INC.

FILED

96 FEB 16 AM 10:45

CLERK OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agree to the following:

ARTICLE I - NAME

The name of the Corporation shall be A+ CLOSETS, INC. The mailing address of the Corporation shall be, 4204 - 14th Avenue East, Bradenton, Florida 34208.

ARTICLE II - PURPOSE AND POWERS

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE IV - CAPITAL STOCK

The authorized capital stock of the Corporation shall be one thousand (1,000) shares of common stock having no par value.

ARTICLE V - BOARD OF DIRECTORS

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors, whose names and addresses are as follows:

NAME	ADDRESS
BRIAN PAUL WADE	4204 - 14th Avenue East Bradenton, Florida 34208
SCOTT THOMAS HAGER	6802 Heritage Lane Bradenton, Florida 34209

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI - BYLAWS

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the Shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the Shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the Shareholders may provide that it shall be altered, amended, or repealed only by the Shareholders.

ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 4204 - 14th Avenue East, Bradenton, Florida 34208.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be BRIAN PAUL WADE.

ARTICLE IX - INCORPORATORS

The names and addresses of the incorporators are:

NAME	ADDRESS
BRIAN PAUL WADE	4204 - 14th Avenue East Bradenton, Florida 34208
SCOTT THOMAS HAGER	6802 Heritage Lane Bradenton, Florida 34209

ACCEPTANCE

I hereby accept to act as initial Registered Agent for A+
CLOSETS, INC., as stated in those Articles of Incorporation.

Brian Paul Wade

BRIAN PAUL WADE

CORP\ARTICLES

FILED
96 FEB 16 AM 10:45
SECRETARY OF STATE
TALLAHASSEE FLORIDA