

P 96 0000 23316

ROYAL ROSE WALLCOVERINGS, INC.  
421 MASSACHUSETTS AVENUE  
ST. CLOUD, FL. 34769

MARCH 8, 1996

Secretary of State  
Divisions of Corporations  
P.O. Box 6327  
Tallahassee, Florida. 32314

FILED  
MAR 11 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: ROYAL ROSE WALLCOVERINGS, INC.

Gentlemen:

000001738820  
-03/11/96--01054--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find the original and one copy of Articles of Incorporation,  
together with our check in the amount of \$ 70.00.

This represents the cost of the Filing Fees and certified Copy of Articles  
of Incorporation for the above named corporation.

Very truly yours,

  
ROCHEL ALBERTSON

**ARTICLES OF INCORPORATION  
OF  
ROYAL ROSE WALLCOVERINGS, INC.**

The undersigned acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

FILED  
65 MAR 11 AM 9:40  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

1. **NAME.** The name of the corporation is:

**ROYAL ROSE WALLCOVERINGS, INC.**

2. **PRINCIPAL OFFICE / MAILING ADDRESS.** The principle office of the corporation is:

**421 MASSACHUSETTS AVENUE  
ST. CLOUD, FLORIDA. 34769**

3. **SHARES.** The number of shares the corporation is authorized to issue is 1,000 shares of \$ 1.00 par value Common Stock, which shall be designated "Common Stock".

4. **INITIAL REGISTERED OFFICE AND AGENT.** The name and street address of the initial registered and office of the corporation is:

**ROCHEL ALBERTSON  
421 MASSACHUSETTS AVENUE  
ST. CLOUD, FL. 34769**

(2)

5. INCORPORATOR AND INITIAL DIRECTOR. The name and address of the incorporator and initial director is:

ROCHEL ALBERTSON  
421 MASSACHUSETTS AVENUE  
ST. CLOUD, FL. 34769


6. PURPOSE. The purpose of this corporation is to engage in any and all lawful business purpose allowed under the laws of the state of Florida and the United States of America.
7. MEETING BY CONFERENCE TELEPHONE. Members of the board of directors may participate in special, regular and annual meetings of the board of directors by means of conference telephone or other similar communications equipment as provided by law.
8. INDEMNIFICATION. The corporation is empowered to indemnify any officer or director, or any former officer or director in the manner set forth and provided for in the by-laws of this corporation and pursuant to the provisions of section 607.0880 of the Florida statutes, as amended.
9. AMENDMENT OF ARTICLES AND BY-LAWS. The power to adopt, alter, amend, or repeal the articles of incorporation or by-laws of this corporation shall be vested in the directors by a majority vote.

(3)


10. INFORMATION ACTION OF DIRECTORS & SHAREHOLDERS.

If the required majority of the directors or shareholders severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the secretary of the corporation, the action shall be valid as though it had been authorized at a regular meeting of the board of directors or shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of incorporation this 8 day of MARCH, 1996.

  
Incorporator

Having been named as resident agent for the above state corporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I accept the duties and obligations of section 607.0505, Florida statutes.

  
Resident Agent.

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