

# P96000023570

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

No 52626

RE: Nicholson Interior  
Design, Inc.

NAME \_\_\_\_\_

FIRM \_\_\_\_\_

ADDRESS \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

SN MAR 15 1996

REQUEST TAKEN CONFIRMED APPROVED

DATE \_\_\_\_\_

TIME no \_\_\_\_\_ CK No. \_\_\_\_\_

BY no \_\_\_\_\_

WALK-IN 3/15 11:00  
 Will Pick Up

C.C. FEE.

DISBURSED

<input checked="" type="checkbox"/> Capital Express™	_____	_____
<input checked="" type="checkbox"/> Art. of Inc. Filing	_____	_____
Corp. Record Search	_____	_____
Ltd. Partnership Filing	_____	_____
<input checked="" type="checkbox"/> Foreign Corp. Filing	_____	_____
<input checked="" type="checkbox"/> ( ) Cert. Copy(s)	_____	_____
Art. of Amend. Filing	_____	_____
Dissolution/Withdrawal	_____	_____
C U S -	_____	_____
Fictitious Name Filing	_____	_____
Name Reservation	_____	_____
Annual Report/Reinstatement	_____	_____
Reg. Agent Service	_____	_____
Document Filing	_____	_____
Corporate Kit	_____	_____
Vehicle Search	_____	_____
Driving Record	_____	_____
Document Retrieval	_____	_____
UCC 1 or 3 Filing	_____	_____
UCC 11 Search	_____	_____
UCC 11 Retrieval	_____	_____
Filing No.'s, _____ Copies	_____	_____
Courier Service	_____	_____
Shipping/Handling	_____	_____
Phone ( )	_____	_____
Top Priority	_____	_____
Express Mail Prep.	_____	_____
FAX ( ) pgs.	_____	_____

SUBTOTALS

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

ARTICLES OF INCORPORATION  
OF  
NICHOLSON'S INTERIOR DESIGN, INC.,  
A Florida Corporation

FILED  
JAN 15 PM 3:30  
TALLAHASSEE, FLORIDA

Article I  
NAME

The name of this Corporation is NICHOLSON'S INTERIOR DESIGN, INC., a Florida corporation.

Article II  
TERM OF EXISTENCE

Pursuant to the provisions of Florida Statutes, the existence of the Corporation shall commence upon filing of these articles. The Corporation shall have perpetual existence thereafter unless dissolved pursuant to Florida Statutes.

Article III  
NATURE OF BUSINESS

This Corporation is organized for the following purpose:  
To engage in any and all lawful business.

Article IV  
POWERS

The Corporation shall have power:

- (a) To have perpetual succession by its corporate name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with

real or personal property or any interest therein, wherever situated.

- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the fullest extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned and invested.
- (j) To conduct its business, carry on its operations, and have officers and exercise the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents of the Corporation and define their duties and fix their compensation.
- (l) To make and alter bylaws, not inconsistent with these Articles of Incorporation and the laws of this State, for the administration and regulation of the affairs of the Corporation.
- (m) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (n) To transact any lawful business which the Board of Directors shall find will be in aid of governmental policy.

- (o) To pay pensions and establish pension plans, profit-sharing plans, stock bonus plans, and other incentive plans for any or all of its directors, officers and employees and for any or all of the directors, officers and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise.
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE V  
Principal Office

The principal office and mailing address of this corporation shall be 4124 Herrick Lane, Sarasota, Florida 34241.

ARTICLE VI  
Capital Stock

This Corporation is authorized to issue ONE HUNDRED (100) shares of common stock.

ARTICLE VII  
Initial Registered Office and Agent

The street address of the initial Registered Office of this Corporation is 1800 Second Street, Suite 803, Sarasota, Florida 34236, and the name of the initial Registered Agent of this Corporation at that address is STEPHANIE A. REINICKE, ESQUIRE.

ARTICLE VIII  
Directors

This Corporation shall have one (1) Director initially. The number of Directors may be increased from time to time by the Bylaws but shall never be less than one (1) director and no more than five (5) Directors. The name and address of the initial

Director of this Corporation who shall serve until her successor(s) are duly elected and qualified is:

NAME	ADDRESS
MARCIA C. NICHOLSON	4124 Herrick Lane Sarasota, FL 34241

ARTICLE IX  
Subscriber

The name and street address of the Incorporator signing these Article of Incorporation is as follows:

NAME	ADDRESS
MARCIA C. NICHOLSON	4124 Herrick Lane Sarasota, FL 34241

ARTICLE X  
Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors of this Corporation.

ARTICLE XI  
Indemnification

The Corporation shall indemnify any Director or Officer, or any other former director or officer, to the full extent permitted by law.

ARTICLE XII  
Mortgage or Pledge of Assets

The mortgage or pledge of, or creation of a security interest in, any or all of the property and assets of a corporation for the purpose of securing the payment of performance of any contract, note, bond or other obligation of the Corporation may be made upon

such terms and conditions and for such consideration, which may consist in whole or in part of cash or other property, including shares, obligations or other securities of any other corporation, domestic or foreign, as shall be authorized by the Shareholders.

ARTICLE XIII  
Preemptive Rights

Each Shareholder of the Corporation shall be entitled to full preemptive rights to acquire his proportional part of any unissued or treasury shares of the Corporation, or securities of the Corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the Corporation.


ARTICLE XIV  
Removal of Directors

The Shareholders of this Corporation shall be entitled to remove any Director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE XV  
Amendment

These Articles of Incorporation may be amended in the manner provided by law.

WITNESS my hand and seal at Sarasota, Florida, this 14 day of March, 1996.

  
\_\_\_\_\_  
MARCIA NICHOLSON  
C.

STATE OF FLORIDA )  
COUNTY OF SARASOTA )

The foregoing instrument was acknowledged before me this  
day of March, 1996, by MARCIA/NICHOLSON, who is personally  
known to me or who produced C. \_\_\_\_\_ as  
identification.



Stephanie A. Reinicke  
MY COMMISSION # CC601001 EXPIRES  
December 10, 1999  
DONOR: TROY TROY FAIR INSURANCE, INC.

*Stephanie A. Reinicke*  
Notary Public Signature  
Printed Name STEPHANIE A. REINICKE  
My commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated in the foregoing  
Articles of Incorporation as Registered Agent, hereby agrees to  
accept said designation; to accept Service of Process; to keep the  
office open during prescribed hours; to post my name (and any other  
officers of said corporation) authorized to accept Service of  
Process at the above Florida designated address) in some  
conspicuous place in the office as required by law.

*Stephanie A. Reinicke*  
STEPHANIE A. REINICKE  
Registered Agent

ALLIANCE FLORIDA  
MAY 15 PM 2:30