

MARGARET ERIKSSON  
Attorney at Law  
601 NW 42 Avenue  
Suite 306  
Plantation, FL 33317  
(954) 327-7111

P96000028/32

March 12, 1996

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32301

200001749022  
-03/19/96--01059--019  
\*\*\*122.50 \*\*\*122.50

Dear Sir:

Enclosed please find my Trust Account check for \$122.50 on behalf of  
LIONHEART CORPORATION. as follows:

Articles of Incorporation	\$35.00
Designation and Acceptance of Registered Agent	\$35.00
Certification and return of copy of Articles	\$52.50

Please return the certified copies of the Articles to my letterhead  
address above.

Cordially,

*Margaret Eriksson*  
Margaret Eriksson

FILED  
95 MAR 25 PM 2:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

5/1  
JB



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

March 25, 1996

**MARGARET ERICKSSON**  
**601 NW 42ND AVENUE STE 306**  
**PLANTATION, FL 33317**

We have received your document for LIONHEART CORPORATION . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 396A00013510

ARTICLES OF INCORPORATION

LIONHEART CORPORATION

ARTICLE I

A. THE NAME OF THE CORPORATION SHALL BE LIONHEART CORPORATION (HEREINAFTER REFERRED TO AS THE "CORPORATION").

B. THE INITIAL DATE OF CORPORATE EXISTENCE IS THE DATE OF FILING OF THESE ARTICLES.

ARTICLE II

A. THE PURPOSES FOR WHICH THE CORPORATION IS ORGANIZED ARE AS FOLLOWS: TO PROMOTE, THROUGH ANY MEANS OR POWERS AVAILABLE TO A CORPORATION IN THE STATE OF FLORIDA, THE GOALS, PRINCIPLES, AND POLICIES OF THE CORPORATION.

1. TO PROMOTE, ADVERTISE, AND MERCHANDISE CUSTOMIZED HOME ADDITIONS KNOWN AS "WINTER GARDEN" ROOMS;

2. TO CONDUCT ANY AND ALL ACTIVITIES AND EXERCISE ANY AND ALL POWERS FOR WHICH A FLORIDA CORPORATION MAY BE ORGANIZED AND SUCH AS ARE NECESSARY TO THE ACHIEVEMENT OF THE FOREGOING, IN FURTHERANCE OF THE PURPOSES OF THE CORPORATION.

B. NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE CORPORATION SHALL NOT CARRY ON ANY ACTIVITY NOT PERMITTED TO BE CONDUCTED BY A FLORIDA CORPORATION UNDER ANY STATUTE, CODE, OR REGULATION.

ARTICLE III

A. THE CORPORATION IS ORGANIZED ON A STOCK BASIS.

FILED  
06 MAR 25 PM 2:00  
TALLAHASSEE, FLORIDA

B. THE CORPORATION IS INTENDED TO BE AND REMAIN A CLOSELY HELD CORPORATION, AND RESTRICTIONS ARE HEREIN ESTABLISHED IMPOSING LIMITATIONS ON THE TRANSFER OF STOCK.

1. THERE SHALL BE ONE CLASS OF STOCKHOLDERS, AND ONE CLASS OF STOCK.

2. 5,000 SHARES OF STOCK SHALL BE ISSUED, AT A PAR VALUE TO BE DETERMINED BY THE BOARD OF DIRECTORS.

3. RESTRICTIONS LIMITING THE TRANSFER OF STOCK SHALL BE AS FOLLOWS: A) THE CORPORATION HAS FIRST RIGHT OF REFUSAL TO PURCHASE AS TREASURY SHARES, ANY OUTSTANDING ISSUED SHARES OFFERED FOR SALE.

B) THE PRESIDENT OF THE CORPORATION SHALL HAVE SECOND RIGHT OF REFUSAL TO PURCHASE ANY OUTSTANDING SHARES OFFERED FOR SALE.

C) ANY OTHER SHAREHOLDER SHALL HAVE THIRD RIGHT OF REFUSAL TO PURCHASE SHARES MADE AVAILABLE FOR SALE.

C. THE ASSETS WHICH THE CORPORATION POSSESSES ARE:

REAL PROPERTY: NONE.

PERSONAL PROPERTY: NONE.

D. THE CORPORATION IS TO BE CAPITALIZED THROUGH THE SALE OF STOCK TO SUCH PERSONS AS ARE INVITED BY THE PRESIDENT TO PURCHASE STOCK.

#### ARTICLE IV

A. THE INITIAL PRINCIPAL AND MAILING ADDRESS OF THE CORPORATION IS:

259-C COMMERCIAL BLVD.  
SUITE 201  
LAUDERDALE BY THE SEA, FL 33308

B. THE INITIAL REGISTERED ADDRESS, AND REGISTERED AGENT AT THE REGISTERED ADDRESS IS:

MARGARET ERIKSSON  
601 NW 42 AVENUE  
SUITE 306  
PLANTATION, FL 33317

ACCEPTANCE OF REGISTERED AGENT ATTACHED.

#### ARTICLE V

THE NAME AND ADDRESS OF THE SOLE INCORPORATOR IS:

MARGARET ERIKSSON  
601 NW 42 AVENUE  
SUITE 306  
PLANTATION, FL 33317

#### ARTICLE VI

THERE SHALL BE NO MORE THAN FOUR MEMBERS ON THE BOARD OF DIRECTORS, AND NO FEWER THAN ONE MEMBER. ACTIVE MEMBERS OF THE BOARD SHALL DESIGNATE SUCCESSOR DIRECTORS BY MAJORITY VOTE UPON THE RESIGNATION, DEATH, OR REMOVAL OF A MEMBER OF THE BOARD OF DIRECTORS. THE NAME AND ADDRESS OF THE INITIAL SOLE DIRECTOR IS:

HORST HILLENBRAND  
514 WHITEHALL DRIVE  
APT. 205  
DAVIE, FL 33324

#### ARTICLE VII

THE TERM OF THE CORPORATION'S EXISTENCE IS PERPETUAL UNLESS DISSOLVED BY THE BOARD OF DIRECTORS.

#### ARTICLE VIII


THE BOARD OF DIRECTORS SHALL BY MAJORITY VOTE, DETERMINE ALL FINANCIAL POLICIES FOR THE CORPORATION, INCLUDING THE DECLARATION OF DIVIDENDS ON STOCK.

#### ARTICLE IX

A. THE BOARD OF DIRECTORS SHALL ADOPT BY-LAWS FOR THE CORPORATION, AS PROMULGATED BY THE INCORPORATOR, AND MAY AMEND SUCH BY-LAWS AT ANY TIME BY ADDING TO THEM, BUT MAY NOT DELETE AS BY-LAWS, REQUIREMENTS FOR THE CORPORATION ESTABLISHED BY STATUTE.

B. THE ARTICLES OF INCORPORATION MAY BE AMENDED IN ANY MANNER CONSISTENT WITH APPLICABLE LAW; PROVIDED HOWEVER, THAT NO AMENDMENT TO THESE ARTICLES OF INCORPORATION SHALL BE EFFECTIVE UNLESS AND UNTIL THE SAME HAS BEEN APPROVED BY THE BOARD OF DIRECTORS OF THE CORPORATION.

IN WITNESS WHEREOF, THE INCORPORATOR HAS HEREUNTO AFFIXED HER SIGNATURE TO ARTICLES OF INCORPORATION OF LIONHEART CORPORATION ON THIS 1ST DAY OF MARCH, 1996.

  
MARGARET ERIKSSON  
601 NW 42 AVE. #306  
PLANTATION, FL 33317  
(954) 327-7111

STATE OF FLORIDA)  
COUNTY OF BROWARD)

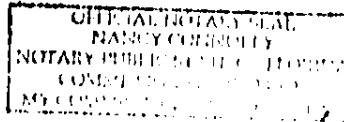
SUBSCRIBED BEFORE ME THIS 1ST DAY OF MARCH, 1996, I, THE UNDERSIGNED NOTARY PUBLIC HEREBY AFFIRM THAT THE ABOVE NAMED

MARGARET ERIKSSON APPEARED BEFORE ME, AND BEING PERSONALLY KNOWN  
TO ME , AND AFFIXED HER NAME TO THE ABOVE ARTICLES OF INCORPORATION.

WITNESS MY HAND AND SEAL

*Nancy Connolly*  
NOTARY PUBLIC

MY COMMISSION EXPIRES:



FILED  
25 MAR 25 PM 2:00  
TALLAHASSEE, FLORIDA

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

MARGARET ERIKSSON  
601 NW 42 AVENUE  
#306  
PLANTATION, FL 33317

IS HEREBY DESIGNATED REGISTERED AGENT FOR LIONHEART CORPORATION.

I, MARGARET ERIKSSON AM FAMILIAR WITH, UNDERSTAND AND ACCEPT  
THE DUTIES OF REGISTERED AGENT FOR THE ABOVE CORPORATION.

*Margaret Eriksson*  
MARGARET ERIKSSON

DATE

3/1/96